



— Beautiful Life —

Date: 28th August, 2023

To,
Corporate Relations Department
BSE Limited
2nd floor, P.J. Tower,
Dalal Street,
Mumbai – 400 001
Company Code: 532888

To
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051
Company Code: ASIANTILES

Dear Sir/ Madam,

Subject: Submission of Notice of 28th Annual General Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice along with e-voting instruction of the 28th Annual General Meeting of the Company to be held on Wednesday, 20th September, 2023 at 11.00 a.m. through Video Conference ("VC") / Other Audio Visual Means ("OAVM"). The Notice has been uploaded on the "investor relations" section of the website of the Company www.aglasiangranito.com.

Request you to take the same on record.

Thanking You.

Yours faithfully,

For Asian Granito India Limited

Dhruti Trivedi
Company Secretary and Compliance Officer

Regd. & Corp. Office:
202, Dev Arc, Opp. Iskcon Temple,
S. G. Highway, Ahmedabad - 380 015
Gujarat (INDIA)
Tel : +91 79 66125500/698
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Asian Granito India Ltd.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY EIGHTH (28TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF **ASIAN GRANITO INDIA LIMITED** will be held on Wednesday, 20 September, 2023 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSES:

- To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31 March, 2023 including the Audited Balance Sheet as at 31 March, 2023, the Statement of Profit and Loss for the financial year ended on that date and reports of the Board of Directors and Auditors thereon.**
- To appoint a director in place of Mr. Bhaveshkumar Vinodbhai Patel (DIN: 03382527), Director, who retires by rotation and being eligible offers himself for re-appointment.**

SPECIAL BUSINESSES:

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

Re-appointment of Mr. Kamleshkumar Bhagubhai Patel (DIN: 00229700) as a Chairman and Managing Director.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and pursuant to Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and subject to such approvals, permissions and sanctions, if any required, and as approved by the Board of Directors upon recommendation of Nomination and Remuneration Committee, consent of the Company be and is hereby accorded for re-appointment of Mr. Kamleshkumar Bhagubhai Patel (DIN: 00229700) as a Chairman and Managing Director of the Company for a further period of 3 (Three) years with effect from 01 January, 2024 till 31 December, 2026 on the terms and conditions of re-appointment and remuneration as set out hereunder:

A. MONTHLY SALARY:

The Chairman and Managing Director shall be entitled to a salary of ₹ 5,00,000 – ₹ 15,00,000 per month and shall also be entitled to:

- Group Medical Claim Policy:**
Entitled for individual with corporate benefit.
- Personal Accident Insurance:**
The Company will take Personal Accident Insurance of Director.
- Provident fund and superannuation:**
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.**
- Corporate Mobile Plan.**
- The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.**

B. Sitting Fees: The Chairman and Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committee thereof during the tenure of his appointment.

C. Subject to the superintendence, control and direction of the Board as it may from time to time determine, the Chairman and Managing Director shall have substantial powers of the management of the Company and perform all other acts and things which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

RESOLVED FURTHER THAT the Board of Directors subject to recommendation of the Nomination and Remuneration Committee of the Company be and are hereby authorised to alter and vary such terms of reappointment and remuneration within the limits specified in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Mr. Kamleshkumar Bhagubhai Patel,

Chairman and Managing Director, the remuneration set out in the aforesaid resolution of appointment be paid or granted to Mr. Kamleshkumar Bhagubhai Patel, as minimum remuneration provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in Section II of Part II of Schedule V to the said Act or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

Re-appointment of Mr. Mukeshbhai Jivabhai Patel (DIN: 00406744) as a Managing Director.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and pursuant to Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and subject to such approvals, permissions and sanctions, if any required, and as approved by the Board of Directors upon recommendation of Nomination and Remuneration Committee, consent of the company be and is hereby accorded for re-appointment of Mr. Mukeshbhai Jivabhai Patel (DIN: 00406744) as a Managing Director of the Company for a further period of 3 (Three) years with effect from 01 April, 2024 till 31 March, 2027 on the terms and conditions of re-appointment and remuneration as set out hereunder:

A. MONTHLY SALARY:

The Managing Director shall be entitled to a salary of ₹ 4,00,000 – ₹ 15,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.

- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Managing Director in connection with the Company's business.

B. Sitting Fees: The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committee thereof during the tenure of his appointment.

C. Subject to the superintendence, control and direction of the Board as it may from time to time determine, the Managing Director shall have substantial powers of the management of the Company and perform all other acts and things which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

RESOLVED FURTHER THAT the Board of Directors subject to recommendation of the Nomination and Remuneration Committee be and are hereby authorised to alter and vary such terms of reappointment and remuneration within the limits specified in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Mr. Mukeshbhai Jivabhai Patel, Managing Director, the remuneration set out in the aforesaid resolution of appointment be paid or granted to Mr. Mukeshbhai Jivabhai Patel, as minimum remuneration provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in Section II of Part II of Schedule V to the said Act or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.

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

Appointment of Dr. Yashree Kaushalkumar Dixit (DIN: 07775794) as an Independent Director.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 17(1)(C) and 25(2)(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”) and pursuant to the provisions of Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee of the Company and approval of the Board of Directors of the Company, Dr. Yashree Kaushalkumar Dixit (DIN: 07775794), who was appointed as an Additional Director (Non- Executive Independent) of the Company by the Board of Directors with effect from 12 August, 2023 and who holds office till the date of ensuing Annual General Meeting, who has submitted a declaration that she meets the criteria for independence as provided in 149(6) of the Act and 16(1)(b) of SEBI Listing Regulations and also declared that she has not been debarred from holding the office of director or continuing as a Director of Company by SEBI/ MCA or any other authority, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying her intention to propose Dr. Yashree Kaushalkumar Dixit as a candidate for the office of a Director of the Company, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from 12 August, 2023 till 11 August, 2028.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

Re-appointment of Mr. Mukesh Mahendrabhai Shah (DIN: 00084402) as an Independent Directors.

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV and Companies (Appointment and Qualification of Directors) Rules,

2014 and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”) Mr. Mukesh Mahendrabhai Shah (DIN: 00084402), who was appointed as an Independent Director of the Company for a term of 5 years upto 13 November, 2023 by the Shareholders of the Company, who is eligible for re-appointment and has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and also declared that he has not been debarred by SEBI/ MCA or any other authority from holding the office of director or continuing as a Director of the Companies and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of an Independent Director and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation for a second term of five consecutive years commencing from 14 November, 2023 till 13 November, 2028.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations, consent of the Members be and is hereby accorded to the continuation of directorship of Mr. Mukesh Mahendrabhai Shah (DIN: 00084402) after he attains the age of 75 years during his second term, as an Independent Director of the Company.

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 necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

To approve increase in remuneration of Mr. Vipulbhai Vinodbhai Patel in respect to hold office or place of profit in the Company.

“RESOLVED THAT pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration

Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Mr. Vipulbhai Vinodbhai Patel as Production Head, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Mr. Vipulbhai Vinodbhai Patel, Production Head shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

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 necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution."

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

To approve increase in remuneration of Dr. Bhagubhai Punjabhai Patel in respect to hold office or place of profit in the Company.

"RESOLVED THAT pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Dr. Bhagubhai Punjabhai Patel as Medical Officer, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Dr. Bhagubhai Punjabhai Patel, Medical Officer shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

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 necessary for obtaining such approvals in relation to the above and to

execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

To approve increase in remuneration of Mr. Shaunakkumar Mukeshbhai Patel in respect to hold office or place of profit in the Company.

“**RESOLVED THAT** pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Mr. Shaunakkumar Mukeshbhai Patel as Marketing Head, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Mr. Shaunakkumar Mukeshbhai Patel, Marketing Head shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

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 necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

To approve increase in remuneration of Mr. Hiren Sureshbhai Patel in respect to hold office or place of profit in the Company.

“**RESOLVED THAT** pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Mr. Hiren Sureshbhai Patel as Sales Head, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Mr. Hiren Sureshbhai Patel, Sales Head shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

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 necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution."

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

Approval of 'Asian Granito - Employee Stock Option Plan - 2023' ("ESOP PLAN 2023").

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, the Memorandum and Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "**the Board**") which term shall be deemed to include any Committee, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution), to create, offer, issue and allot at any time to or benefit of such person(s) who are in permanent employment of the Company, whether working in India or out of India, including any Director of the Company, whether whole time or otherwise, options exercisable into not more than 25,00,000 (Twenty Five lacs only) equity shares of face value ₹ 10 each of the Company, under 'Asian Granito - Employee Stock Option Plan 2023' ("**ESOP Plan 2023**"), in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, for the purpose of making a fair and reasonable adjustment, the number of options to be granted and / or the exercise price payable under the ESOP Plan 2023 shall be appropriately adjusted, without affecting any other rights or obligations under the Schemes.

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot Equity shares upon exercise of options from time to time in accordance with the employee stock option Schemes and such Equity shares shall rank pari passu in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Schemes shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of ₹ 10 per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said option grantees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make modifications, changes, variations, alterations or revisions in the said schemes as it may deem fit, from time to time in its sole and absolute discretion in conformity with the provisions of the Companies Act, the Memorandum and Articles of Association of the Company and any other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matter and things as it may at its absolute discretion, deem necessary including authorizing the Board to appoint Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of ESOP Plan 2023 or desirable for issue, offer, allocate, allot and utilize proceeds and to make modifications, changes, variations, alterations, revisions in the terms and conditions of the Plan in accordance with any regulations or guidelines that may be issued from time to time by the appropriate authority unless such variation(s) modification(s) or alteration(s) is detrimental to the interest of Eligible Employees including but not limited to amendments with respect to the vesting period, number of options, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the plan without any form of further reference, confirmation, approvals or sanctions from Members of the Company, to the extent permissible by SEBI Regulations and other relevant regulations in force, Companies Act 2013 (including any modifications, amendment and re-enactment thereof) the Memorandum and Articles of Association of the Company and any other applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things, as it may in its absolute discretion, deem necessary, expedient, proper or desirable for such purpose and with the power on behalf of Company to settle all questions, difficulties, doubts that may arise in this regard at any stage including at the time of Listing of Securities without being required to seek any further consent or approval of members of the company.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI SBEB Regulations') and any other applicable laws and regulations to the extent relevant and applicable to the ESOP Plan 2023."

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

Approval of Employee Stock Option Plan - 2023 for the Eligible Employees of the Subsidiary Company(ies) of the Company.

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may

be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"the Board"** which term shall be deemed to include any Committee, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution) to extend the benefits of 'Asian Granito - Employee Stock Option Plan 2023' (**"ESOP Plan 2023"**) of the Company as proposed in the Resolution No. 11 in this Notice to such person(s) who are in permanent employment, whether working in India or out of India, including any Director, whether whole time or otherwise, of any present or future Subsidiary Company(ies) of the Company, on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority."

By **Order of the Board of Directors**
For **Asian Granito India Limited**

Dhruti Trivedi
Company Secretary
Membership No. A31842

202, Dev Arc, Opp. Iskon Temple,
S.G Highway
Ahmedabad – 380 015

Date: 12 August, 2023
Place: Ahmedabad

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Item No. 3 to 12 set out above is annexed hereto.
2. The Ministry of Corporate Affairs ("MCA") has vide its circular no. 20/2020 dated 05 May, 2020 read with circular nos. 14/2020 and 17/2020 dated 08 April, 2020 and 13 April, 2020 respectively (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. MCA had vide circular no. 10/2022 dated 28 December, 2022 has allowed the Companies whose AGM are due to be held in the year 2023, to conduct their AGMs on or before 30 September, 2023 in accordance with the requirement provided in this Circular. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 28th AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the 28th AGM through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is annexed hereto.
3. In accordance with the MCA Circulars, provisions of the Act and SEBI Listing Regulations, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through electronic voting ("e-voting").
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. All the members of the Company are encouraged to attend and vote at the AGM through VC/OAVM.
6. 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.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and pursuant to the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the day of the AGM will be provided by NSDL. Members of the Company holding shares as on the cut-off date i.e. Wednesday, 13 September, 2023 may cast their vote either by remote e-voting or 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.
8. In compliance with the MCA and SEBI Master Circulars no. SEBI/HO/CFD/CMD1/CIR1/CIR/P/2020/79 dated 12 May, 2020, SEBI Circular no. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated 05 January, 2023 and SEBI/HO/CFD/ PoD2/CIR/P/2023/120 dated 11 July, 2023, Notice of the 28th AGM along with the Annual Report 2022-23 is being sent through electronic mode only to those Members whose e-mail id is registered with the Company's Registrar and Share Transfer Agent ("RTA") / Depository Participants ("DPs") as on Friday, 18 August, 2023. Members may note that the Notice of AGM and the Annual Report of the Company for the financial year 2022-23 is uploaded on the Company's website www.aglasiangranito.com and may be accessed by the members and will also be available on the website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Notice of the AGM is also available on <https://www.evoting.nsdl.com>. Members who have not registered their e-mail id are requested to register the same with the Company / Registrar and Share Transfer Agent ("RTA") / respective DPs. This may be treated as an advance opportunity in terms of proviso to Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014.
9. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company by an e-mail, a certified copy of the Board Resolution/Authority letter authorising their representative to attend and vote on their behalf at the Meeting through e-voting at cs@aglasiangranito.com.
10. Only bonafide members of the Company whose names appear on the Register of Members as on Wednesday, 13 September, 2023 being cut-off date will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the AGM.
11. As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company either in single or

with joint names. The members are requested to submit the complete and signed form SH-13 with their Depository Participant (DP) who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent – Link Intime India Private Limited (the 'RTA'). If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form No. ISR-3 or Form No. SH-14, as the case may be. The said forms are available on the Company's website www.aglasiangranito.com.

Members are requested to submit the said details to their respective DPs, in case the shares are held by them in dematerialised form and to the Company / RTA in case the shares are held by them in physical form.

12. Members holding shares in physical form are requested to notify/send the following to the RTA of the Company:
- i. Any change in their mailing address;
 - ii. Particulars of their bank account, PAN no. & e-mail ids in case the same have not been sent earlier;
 - iii. Members who hold shares in physical form in multiple folios in identical names are requested to send the share certificate for consolidation into single folio.

Further, please note that Members holding equity shares in electronic form are requested to contact to their DP with whom they are maintaining the demat accounts for updation in address, PAN no., e-mail IDs, Bank details, Bank mandate, ECS mandate, etc.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act and all the relevant documents referred to in this Notice will be available for inspection electronically to the Members during the AGM. Members seeking to inspect such documents can send the e-mail id to cs@aglasiangranito.com by mentioning the details of Folio No. / Client ID - DP ID wherein the shares of the Company are held by the Member(s).
14. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Company's Registrars and Transfer Agent (RTA). In case any unclaimed Dividend Warrant is lying with any member, the same should be forwarded to RTA for revalidation.

Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013 read with applicable IEPF rules, be transferred to the Investor Education and Protection Fund (IEPF).

Further, provisions of Section 124 of the Companies Act, 2013 read with Rule 6 of IEPF Rules as amended, inter alia, mandates the Company to transfer all such shares, in respect of which dividend have not been paid or claimed for seven consecutive years or more, to the demat account of IEPF Authority.

During the year 2022-23, the Company has transferred 792 equity shares to the demat account of IEPF Authority.

Unclaimed dividend information is available on the website of IEPF viz. www.iepf.gov.in and also on the Company's website www.aglasiangranito.com.

15. SEBI has mandated the submission of PAN (duly linked with Aadhar), KYC details and nomination by holders of physical securities by 30 September, 2023 vide its circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16 March, 2023. Members are requested to submit their PAN, KYC and nomination details to the Company's RTA. The forms for updating the same are available at Company's website www.aglasiangranito.com.

Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).

The Company has sent individual letters to all the members holding shares of the Company in physical form for furnishing their PAN, KYC and Nomination details.

In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, our RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on 31 December, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

16. Members holding shares in dematerialized mode are requested to register complete bank account details with the Depository Participants and members holding shares in physical mode are requested to send a duly signed request letter to RTA mentioning the name, Folio no, bank details, self-attested copy of PAN Card and original cancelled cheque leaf along with Form ISR-1. In case of absence of name of the first shareholder on the original cancelled cheque, bank attested copy of first page of the bank passbook / statement of accounts in original along with Original cancelled cheque. Format of the Form ISR-1 and other required details are available on the Company's website www.aglasiangranito.com.

17. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form. Members holding the shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode.

Further SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25 January 2022, has mandated that listed companies shall issue the securities in dematerialized form only, in order to enhance ease of dealing in securities markets by investors, for transactions including Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition of shares.

Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. It also substantially reduce the risk of fraud. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

18. At the 24th AGM held on 30 September, 2019 the Members approved appointment of R R S & Associates, Chartered Accountants (Firm Registration No.118336W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 29thAGM. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away with the Companies (Amendment) Act, 2017 with effect from 07 May, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at this AGM.
19. Pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS 2), brief resume and other details in respect of Directors seeking appointment/ re-appointment at the AGM has been provided in the explanatory statement to the Notice.
20. Only bonafide members of the Company whose names appear on the Register of Members will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the AGM.
21. The Company has dedicated E-mail address cs@aglasiangranito.com for members to mail their queries or lodge complaints, if any. We will endeavour to reply to your queries at the earliest.
22. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendment thereto and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide facility to the members to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the items of business given in the Notice of the AGM may be transacted through e-voting services. The facility of casting vote through e-voting system from a place other than venue of the AGM ('remote e-voting') will be provided by National Securities Depository Limited ('NSDL').
23. The remote e-voting period commences at 09:00 a.m. IST on Friday, 15 September, 2023 and ends at 5:00 p.m. IST on Tuesday, 19 September, 2023. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on Cut-off date of Wednesday, 13 September, 2023 ('Cut-off date'), may cast their vote by remote e-voting. No remote e-voting shall be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled for voting upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
24. The Register of Members and Share Transfer Book of the Company will remain closed from Wednesday, 13 September, 2023 to Wednesday, 20 September, 2023 (both days inclusive) for the purpose of AGM.
25. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on Wednesday, 13 September, 2023. Any person, holding shares in physical form and non-individual shareholders who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Wednesday, 13 September, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or ahmedabad@linkintime.co.in. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on Friday, 18 August, 2023 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
26. Mr. Rajesh Parekh, Proprietor, Rajesh Parekh & Co., Practicing Company Secretary (Membership No. A8073) has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner failing him Ms. Aishwarya Parekh, Partner, RPAP & Co., Practicing

Company Secretary (Membership No. A58980) can carry on the Scrutinising process.

27. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, within two working days of conclusion of the 28th AGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website <http://www.aglasiangranito.com> and on the website of NSDL immediately after the result is declared by the Chairman and the same shall be simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.
28. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
29. Voting process and instruction regarding e-voting:

The instructions for shareholders voting electronically are as under:

The remote e-voting period begins on 09:00 a.m. IST on Friday, 15 September, 2023 and ends at 5:00 p.m. IST on Tuesday, 19 September, 2023. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off

date Wednesday, 13 September, 2023 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 13 September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 13 September, 2023.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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


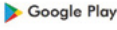


Details on Step 1 is mentioned below:

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 09 December, 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 above mentioned website

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 - Now, you will have to click on "Login" button.
 - After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@csrajeshparekh.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@aglasiangranito.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@aglasiangranito.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated 09 December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions and register themselves as speaker shareholder may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@aglasiangranito.com on or before 15 September, 2023 (5:00 p.m. IST). The same will be replied by the Company suitably.
6. Those shareholders who have registered themselves as speaker shareholder only be allowed to express their views/ask questions during the meeting.

Explanatory Statement in respect of special businesses pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts:

The following Explanatory Statement sets out all material facts relating to the special businesses set out in the accompanying notice of the Annual General Meeting.

Item No. 3:

The term of Mr. Kamleshkumar Bhagubhai Patel (DIN: 00229700) as Chairman and Managing Director of the Company will be completed on 31 December, 2023. The Board of Directors on 12 August, 2023, on recommendation of Nomination and Remuneration Committee, has approved re-appointment of Mr. Kamleshkumar Bhagubhai Patel as a Chairman and Managing Director of the Company for a period of 3 (Three) years with effect from 01 January, 2024 till 31 December, 2026 on the terms and conditions of re-appointment and remuneration as per Schedule V of the Companies Act, 2013.

Mr. Kamleshbhai B. Patel, a Bachelor in Business Administration from Sardar Patel University, has been the Chairman and Managing Director of our Company and has more than 25+ years of experience in the tiles industry. He started his career with Kedia Cera Tile Pvt. Ltd. in the year 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same. Looking at his past experience and expertise knowledge, the Board of Directors has recommended for his re-appointment as a Chairman and Managing Director of the Company for a further period of 3 (Three) years with effect from 01 January, 2024.

Brief profile and other details of Mr. Kamleshkumar Bhagubhai Patel, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking re-appointment at the General Meeting, are provided in annexure to Notice as Annexure B.

The remuneration as set out in the resolution is appropriate in terms of the size of the Company and as compared to persons of his qualifications, cadre, knowledge and experience in the Industry. Requisite Information as required pursuant to Schedule V of the Companies Act, 2013 is annexed herewith as a part of Annexure C.

The Board of Directors recommends the resolution as set out in Item No. 3 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Kamleshkumar Bhagubhai Patel and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 4:

The term of Mr. Mukeshbhai Jivabhai Patel (DIN: 00406744) as Managing Director of the Company will be completed on 31 March, 2024. The Board of Directors on 12 August, 2023, on recommendation of Nomination and Remuneration Committee, has approved re-appointment of Mr. Mukeshbhai Jivabhai Patel as a Managing Director of the Company for a period of 3 (Three) years with effect from 01 April, 2024 till 31 March, 2027 on the terms and conditions of re-appointment and remuneration as per Schedule V of the Companies Act, 2013.

Mr. Mukeshbhai Jivabhai Patel has been Managing Director of our Company and has more than 25+ years of experience in the tiles industry. He started his carrier with Kedia Cera Tile Pvt. Ltd. in the year 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same. Looking at his past experience and expertise knowledge, the Board of Directors has re-appointed him as a Managing Director of the Company for a further period of 3 (Three) years with effect from 01 April, 2024.

Brief profile and other details of Mr. Mukeshbhai Jivabhai Patel, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking re-appointment at the General Meeting, are provided in annexure to Notice as Annexure B.

The remuneration as set out in the resolution is appropriate in terms of the size of the Company and as compared to persons of his qualifications, cadre, knowledge and experience in the Industry. Requisite Information as required pursuant to Schedule V of the Companies Act, 2013 is annexed herewith as a part of Annexure C.

The Board of Directors recommends the resolution as set out in Item No. 4 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Mukeshbhai Jivabhai Patel and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 5:

The Board of Director, on the recommendation of the Nomination and Remuneration Committee in its meeting held on 12 August, 2023, appointed Dr. Yashree Kaushalkumar Dixit (DIN: 07775794) as an Additional Director (Non-Executive Independent Director) of the Company for the first term of five (5) years effective from 12 August, 2023 till 11 August, 2028 pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company and she will hold office upto the date of ensuing Annual General Meeting. Further, the Company has received recommendation from Nomination and Remuneration Committee and a notice in writing under Section 160 of the Act, proposing the candidature of Dr. Yashree Kaushalkumar Dixit for the office of the Independent Director, to be appointed as such, under the provisions of Section 149 of the Act and as per SEBI Listing Regulations.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of Dr. Yashree Kaushalkumar Dixit as an Independent Director. The Company has received a declaration from Dr. Yashree Kaushalkumar Dixit that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations or any amendment thereto or modification thereof. Further she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director. She is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority and her appointment shall not be liable to retire by rotation.

In the opinion of the Board, Dr. Yashree Kaushalkumar Dixit fulfils the conditions specified in the Act, the Rules thereunder and the SEBI Listing Regulations for appointment as an Independent Director and that she is independent of the management of the Company.

The copy of the draft letter of appointment of Dr. Yashree Kaushalkumar Dixit setting out the terms and conditions of appointment is available for inspection by the Members in electronic mode up to the date of 28th Annual General Meeting.

Brief profile and other details of Dr. Yashree Kaushalkumar Dixit, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking appointment at the General Meeting, are provided in annexure to Notice as Annexure D.

The Board of Directors recommends the resolution as set out in Item No. 5 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 6:

Mr. Mukesh Mahendrabhai Shah (DIN: 00084402) was appointed as an Independent Director of the Company for his first term of 5 years with the approval of shareholders at the Annual General Meeting of the Company held on 30 September, 2019 and shall be completing his first term of office as an Independent Director on 13 November, 2023. He is eligible for re-appointment as an Independent Director for another term of five consecutive years subject to approval of the Members by Special Resolution.

Based on his skills, experience, knowledge and his performance evaluation and recommendation of the Nomination and Remuneration Committee at its meeting held on 12 August, 2023, the Board has proposed the re-appointment of Mr. Mukesh Mahendrabhai Shah as an Independent Director for second term of five consecutive years effective from 14 November, 2023 till 13 November, 2028.

Further note that as per Regulation 17(1A) of the SEBI Listing Regulations, no listed company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect.

Considering that during the course of second term of appointment of Mr. Mukesh Mahendrabhai Shah as Independent Director, he will be attaining the age of 75 years, it is necessary to approve his continuation of directorship on the Board of Directors of the Company by way of passing a special resolution looking to the knowledge and his experience.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Mukesh Mahendrabhai Shah as an Independent Director. The Company has received a declaration from Mr. Mukesh Mahendrabhai Shah that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations or any amendment thereto or modification thereof. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for his re-appointment. He is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority and his re-appointment shall not be liable to retire by rotation.

In the opinion of the Board and based on the Board's evaluation, Mr. Mukesh Mahendrabhai Shah fulfils the conditions specified in the Act, the Rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

The copy of the draft letter of re-appointment of Mr. Mukesh Mahendrabhai Shah setting out the terms and conditions of appointment is available for inspection by the Members in electronic mode up to the date of 28th Annual General Meeting.

Brief profile and other details of Mr. Mukesh Mahendrabhai Shah, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-

2), in respect of Directors seeking appointment at the General Meeting, are provided in annexure to Notice as **Annexure D**.

The Board of Directors recommends the resolution as set out in Item No. 6 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Mukesh Mahendrabhai Shah, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 7, 8, 9 & 10:

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings with related parties of the Company. The provisions of Section 188(1)(f) of the Companies Act, 2013 that governs the related party's appointment to any office or place of profit in the company, its subsidiary company or associate company.

1. Mr. Vipulbhai Vinodbhai Patel relative (Brother) of Mr. Bhaveshkumar Vinodbhai Patel, Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 16th Annual General Meeting held on 29 September, 2011.
2. Dr. Bhagubhai Punjabhai Patel relative (Father) of Mr. Kamleshkumar Bhagubhai Patel, Chairman and Managing Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 17th Annual General Meeting held on 20 September, 2012.
3. Mr. Shaunakkumar Mukeshbhai Patel relative (Son) of Mr. Mukeshbhai Jivabhai Patel, Managing Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 17th Annual General Meeting held on 20 September, 2012.

4. Mr. Hiren Sureshbhai Patel relative (Son) of Mr. Sureshbhai Jivabhai Patel, Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 17th Annual General Meeting held on 20 September, 2012.

The said approval(s) allowed to draw a total Salary not exceeding ₹ 2,50,000/- per month and further required, the Company to seek fresh approval of the Members of the Company in the event of increase in salary/ remuneration in excess of the aforesaid limit.

In terms of Sections 188(1)(f) of the Companies Act, 2013 read with applicable rules and as per the recommendation and approval of Nomination and Remuneration Committee and Audit Committee, for enhancement in prescribed limit of salary/ remuneration payable to Mr. Vipulbhai Vinodbhai Patel, Production Head, Dr. Bhagubhai Punjabhai Patel, Medical Officer, Mr. Shaunakkumar Mukeshbhai Patel, Marketing Head and Mr. Hiren Sureshbhai Patel, Sales Head of the Company and holding an office or place of profit in the Company.

Based on their skills, experience, knowledge, role and performance and recommendation of the Nomination and Remuneration Committee, Audit Committee at its meeting held on 12 August, 2023 and considering their association would be of immense benefit to the Company and it is desirable to avail services of Mr. Vipulbhai Vinodbhai Patel as Production Head, Mr. Bhagubhai Punjabhai Patel as Medical Officer, Mr. Shaunakkumar Mukeshbhai Patel as Marketing Head and Mr. Hiren Sureshbhai Patel as Sales Head.

Therefore, the Board has proposed to Members of the Company for continuing to hold an office or place of profit of Mr. Vipulbhai Vinodbhai Patel as Production Head, Dr. Bhagubhai Punjabhai Patel as Medical Officer, Mr. Shaunakkumar Mukeshbhai Patel as Marketing Head and Mr. Hiren Sureshbhai Patel as Sales Head in the Company with increase in their salary scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other prerequisites in accordance with the Company rule.

The Board of Directors recommends the resolution as set out in Item No. 7, 8, 9 & 10 of the accompanying notice for the approval of the Members of the Company as an Ordinary Resolution(s).

Except Mr. Bhaveshkumar Vinodbhai Patel, Mr. Kamleshkumar Bhagubhai Patel, Mr. Mukeshbhai Jivabhai Patel and Mr. Sureshbhai Jivabhai Patel and their relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 11 & 12:

Your Company believes that equity-based compensation plan is effective tools to attract and reward the talents working exclusively with the Company and its subsidiary(ies). With the objective to motivate key employees for their contribution to the corporate growth, to create an employee ownership culture and also to retain the best talent in the competitive environment and to encourage them in aligning individual goals with that of the Company's objectives, your Company intends to implement an employee stock option plan namely **"Asian Granito - Employee Stock Option Plan 2023"** ("ESOP Plan 2023") seeking to cover eligible employees of the Company and its subsidiary(ies).

The Nomination & Remuneration Committee ("**the Committee**") of the Board of Directors of the Company shall grant Options to employees on the basis of eligibility criteria and also determine the quantum of distribution of Options which could vary from employee to employee or any class thereof under ESOP Plan 2023.

As per provisions of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SEBI SBEB Regulations**"), the Company seeks your approval for:

- i. Implementation of the ESOP Plan 2023; and
- ii. Grant of Options to the eligible employees of the Company / its subsidiary company(ies) as per terms of the ESOP Plan 2023;

Accordingly, the Committee and the Board of Directors the Company ("Board") at their respective meetings held on 12 August, 2023 has approved the ESOP Plan 2023, subject to the members approval.

The main features of the ESOP Plan 2023 are as under:

a) Brief description of the ESOP Plan 2023:

The Company proposes to introduce ESOP Plan 2023 primarily with a view to:

- (i) Attract, retain and incentivise employees and directors of the Company and its subsidiary(ies) ("**Employees**") but excluding an independent director;
- (ii) Motivate such employees and directors for performance, higher productivity and sustained Corporate growth; and
- (iii) Assist in aligning such employee's and director's interests with that of the shareholders.

The ESOP Plan 2023 contemplates grant of Options to the eligible Employees as may be determined in due compliance of SEBI SBEB Regulations. After vesting, the eligible Employees earn a right (but not obligation) to exercise the vested Options within the predefined exercise period.

The Committee shall administer the ESOP Plan 2023. All questions of interpretation of the ESOP Plan 2023 shall be determined by the Committee and such determination

shall be final and binding upon all persons having an interest in the ESOP Plan 2023. The Company shall issue equity shares upon exercise subject to payment of exercise price and satisfaction of consequential tax obligations.

The liability of paying taxes if any, in respect of the Options granted pursuant to the ESOP Plan 2023 and the equity shares issued pursuant to exercise of Options shall be on the Option grantee and/ or the Company in such cases where the Company decides to pay on behalf of the Option grantee, and shall be in accordance with the provisions of Income Tax Act, 1961 read with rules issued thereunder and/or Income Tax Laws of respective countries as applicable to eligible Employees of Company working abroad, if any.

The Company shall have the right to deduct from the Option grantee's salary or recover any of the Option grantee's tax obligations arising in connection with the transactions in respect of Options or Shares acquired upon the exercise thereof.

b) Total number of options to be granted:

Employee Stock Options exercisable into not more than 25,00,000 (Twenty Five Lakhs only) equity shares of face value ₹ 10 each of the Company would be available for being granted to eligible employees of the Company and its subsidiaries, under Employee Stock Option Plan 2023. Each option when exercised would be converted into one equity share of ₹ 10 each fully paid-up.

Vested options that lapse due to non-exercise or unvested options that get cancelled due to resignation of the employees or otherwise, would be available for being granted at a future date.

c) Identification of classes of employees entitled to participate in the Employee Stock Option Scheme(s):

All the permanent employees and Directors of the Company, the subsidiaries and the holding company, as may be decided by the Board of the Company from time to time, would be entitled to be granted stock options under the Employee Stock Option Scheme(s) except –

- a) an employee who is a Promoter or belongs to the Promoter Group;
- b) a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the issued and subscribed shares of the Company; and
- c) an independent director.

d) Requirements of vesting and period of vesting:

The options granted shall vest so long as the employee continues to be in the employment of the Company and its subsidiaries, as the case may be. The Board may, at its discretion, lay down certain performance metrics on the achievement of which the granted options would

vest, the detailed terms and conditions relating to such performance-based vesting and the proportion in which options granted would vest (subject to the maximum vesting period as specified below).

The options would vest not earlier than one year and not later than four years from the date of grant of options. The exact proportion in which and the exact period over which the options would vest would be determined by the Board.

e) Maximum period within which the Options shall be vested:

Options granted under ESOP Plan 2023 shall vest not later than a maximum of 4 (four) years from the date of grant.

f) Exercise Price:

The options will be granted at the market price, as determined by the NRC, being the latest available closing price, prior to the date of the meeting of the NRC, in which options are granted, on the stock exchange on which the Shares of the Company are listed.

In case the Shares of the Company are listed on more than one stock exchange, then the closing price on the stock exchange having higher trading volume shall be considered as the market price.

The NRC may provide suitable discount on such price as arrived above. However, in any case the exercise price shall not go below the par value of Share of the Company.

g) Exercise Period and the process of Exercise:

The Exercise period shall be one year from the date of vesting. The process and conditions subject to which options can be exercised shall be laid down by the Board of the Company.

The options will be exercisable by the employees by a written application to the Company to exercise the options in such manner, and on execution of such documents, as may be prescribed by the Board of the Company from time to time. The options will lapse if not exercised within the specified exercise period.

h) Appraisal Process for determining the eligibility of the employees to ESOP:

The appraisal process for determining the eligibility of the employee will be specified by the Board of the Company, and will be based on criteria such as criticality of the role, designation, length of service, past performance record, future potential of the employee and / or such other criteria that may be determined by the Board of the Company at its sole discretion.

i) Maximum number of options to be issued per employee and in aggregate:

The total number of options that may be granted to any specific employee under one or more Schemes during any

one year shall not exceed 1% and in aggregate shall not exceed 25,00,000 (Twenty Five Lakhs only).

j) Maximum quantum of benefits to be provided per employee under a scheme:

No benefit other than by way of grant of Options is envisaged under the ESOP Plan 2023.

k) Implementation or administration of the ESOP Plan 2023:

The ESOP Plan 2023 shall be implemented and administered directly by the Company.

l) Source of acquisition of shares under the ESOP Plan 2023:

ESOP Plan 2023 envisages issue of primary shares against exercise of vested Options.

m) Amount of loan to be provided for implementation of the scheme by the company to the trust, its tenure, utilization, repayment terms, etc:

This is currently not contemplated under the present ESOP Plan 2023.

n) Maximum percentage of secondary acquisition:

ESOP Plan 2023 envisages issue of primary shares and there is no contemplation of secondary acquisition.

o) Disclosure and Accounting Policies:

The Company shall comply with the disclosure and the accounting policies prescribed as per SEBI Regulations.

p) Method of option valuation:

To calculate the employee compensation cost, the Company shall use Fair Value Method for valuation of the options granted.

q) Declaration:

So long as the Company opts for expensing of Options using the intrinsic value method, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' report.

r) Lock in period:

The Shares arising out of Exercise of Vested Options shall not be subject to any lock in period after such Exercise.

s) Terms & conditions for buyback, if any, of specified securities covered granted under the ESOP Plan 2023:

Subject to the provisions of the then prevailing applicable laws, the Committee shall determine the procedure for buy-back of Options granted under the ESOP Plan 2023

if to be undertaken at anytime by the Company, and the applicable terms and conditions thereof.

t) Transferability of employee stock options:

The stock options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner.

u) Conditions under which option vested in employees may lapse:

The options which are vested may lapse in the following events:

- a) If not exercised within the exercise period mentioned in the ESOP Plan 2023.
- b) Termination due to misconduct / breach of company policies,
- c) Surrender of options and
- d) Abandonment.

v) Specified time period within which employees shall exercise vested options in event of a proposed termination or resignation

The vested options can be exercised before the employee's last working day.

The Board of Directors recommends the resolution as set out in Item No. 11 & 12 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

By **Order of the Board of Directors**
For **Asian Granito India Limited**

Dhruvi Trivedi
Company Secretary
Membership No. A31842

202, Dev Arc, Opp. Iskon Temple,
S.G Highway
Ahmedabad – 380 015

Date: 12 August, 2023
Place: Ahmedabad

Annexure A

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be re-appointed:

Name of Director	Bhaveshbhai Vinodbhai Patel
Director Identification Number	03382527
Date of Birth	10 March, 1980
Age as on 12 August, 2023	43 years
Date of first appointment on Board	11 May, 2011
Qualification	B.C.A
Brief Profile / Experience including expertise in specific functional areas	He joined the Company in the year 2011 and was initially inducted into the materials function of the Company. He obtained detailed knowledge and understanding of the Company during his stint under various capacities in the Company. His expertise in IT, Administration and finance function along with entrepreneurial acumen and Leadership qualities guided the Company. With such in-depth knowledge of the Company's functioning he brings immense value in enhancing Board effectiveness.
No. of Shares held as on 12 August, 2023	44,15,401 Equity Shares
Terms and conditions of re-appointment	He is due for retirement by rotation at the ensuing AGM. Hence, he is being re-appointed in compliance with the applicable provisions of the Companies Act, 2013
Directorships held in other companies*	<ol style="list-style-type: none"> 1. Affil Ceramics Limited 2. Ivanta Ceramic Limited 3. Adicon Ceramics Limited 4. Future Ceramic Private Limited 5. Gresart Ceramica Private Limited
Directorship of listed entities from which director has resigned in the past 3 years	Nil
Chairman / Member of the Committees in other Companies**	Nil
Remuneration sought and last drawn	As mentioned in the Report on Corporate Governance
Number of meetings of the Board attended during the year (2022-23).	Five (5)
Relationship with other Directors and other Key Managerial Personnel of the Company	Nil

Note:

* excludes directorships held in Private / Foreign Companies and includes deemed public companies.

**The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of public companies.

Annexure B

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be re-appointed:

Name of Director	Mr. Kamleshkumar Bhagubhai Patel	Mr. Mukeshbhai Jivabhai Patel
Director Identification Number	00229700	00406744
Date of Birth	20 September, 1970	05 September, 1968
Age as on 12 August, 2023	53 years	55 years
Date of first appointment on Board	30 September, 2002	30 September, 2002
Qualification	Bachelor in Business Administration	B.Com
Brief Profile / Experience including expertise in specific functional areas	Mr. Kamleshkumar Bhagubhai Patel has been the Chairman and Managing Director of our Company and has more than 25+ years of experience in the tiles industry. In 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.	Mr. Mukeshbhai Jivabhai Patel has more than 25+ years of experience in the Tiles Industry. In 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.
No. of Shares held as on 12 August, 2023	83,17,258 Equity Shares	49,48,481 Equity Shares
Terms and conditions of re-appointment	As per the resolution at Item no. 3 of this Notice read with Explanatory Statement.	As per the resolution at Item no. 4 of this Notice read with Explanatory Statement.
Directorships held in other companies*	<ol style="list-style-type: none"> 1. Crystal Vitrified Limited 2. Ivanta Ceramic Limited 3. Adicon Ceramics Limited 4. Amazoone Ceramics Limited 5. Crystal Ceramic Industries Limited 6. Future Ceramic Private Limited 7. AGL Sanitaryware Private Limited 8. AGL Surfaces Private Limited 9. Gresart Ceramica Private Limited 	<ol style="list-style-type: none"> 1. Affil Ceramics Limited 2. Crystal Vitrified Limited 3. Ivanta Ceramic Limited 4. Adicon Ceramics Limited 5. Amazoone Ceramics Limited 6. Crystal Ceramic Industries Limited 7. Future Ceramic Private Limited 8. AGL Surfaces Private Limited 9. Gresart Ceramica Private Limited
Directorship of listed entities from which director has resigned in the past 3 years	Nil	Nil
Chairman / Member of the Committees in other Companies**	Nil	Nil
Remuneration sought and last drawn	As mentioned in the Report on Corporate Governance	As mentioned in the Report on Corporate Governance
Number of meetings of the Board attended during the year (2022-23).	Five (5)	Five (5)
Relationship with other Directors and other Key Managerial Personnel of the Company	Nil	Brother of Mr. Sureshbhai Jivabhai Patel, Director of the Company, except that he is not related to any other Directors and other Key Managerial Personnel of the Company

Note:

* excludes directorships held in Private / Foreign Companies and includes deemed public companies.

**The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of public companies.

Annexure C

Requisite Information required to be provided to shareholders of the Company pursuant to Schedule V of the Companies Act, 2013:

I General Information:					
1.	Nature of industry	Ceramic Industry			
2.	Date or expected date of commencement of commercial production	Not applicable			
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			
4.	Financial performance based on given indicators	Year ending 31 March	Sales (₹ in Lakhs)	PBT (₹ in Lakhs)	PAT (₹ in Lakhs)
		2020-2021	1,03,617.63	6,586.58	4,922.26
		2021-2022	1,34,910.33	10,767.54	8,790.21
		2022-2023	1,35,373.61	(3,549.86)	(2,636.82)
5.	Foreign investments or collaborations, if any.	<p>The Company has made a Foreign investment of USD 1000 as capital contribution to its Wholly Owned Subsidiary in US.</p> <p>Further, Holdings of Foreign NRI-Individuals, Body Corporates, others, Foreign Institutional Investors etc. are as described in the Shareholding pattern of the Company as a part of the Directors' Report.</p> <p>The Company has no foreign collaborators as on date.</p>			
II Information about the appointee: Mr. Kamleshkumar Bhagubhai Patel Mr. Mukeshbhai Jivabhai Patel					
1.	Background details	<p>He is a Bachelor in Business Administration from Sardar Patel University, have been the Chairman and Managing Director of our Company and has more than 25 years of experience in the tiles industry. He started his career with Kedia Cera Tile Pvt. Ltd. in 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.</p>			<p>Mr. Mukeshbhai J. Patel has been Managing Director of our Company and has more than 25 years of experience in the tiles industry. He started his carrier with Kedia Cera Tile Pvt. Ltd. in 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.</p>
2.	Past remuneration	Year ending 31 March	Remuneration paid (₹ in)	Year ending 31 March	Remuneration paid (₹ in)
		2020-2021	45.88	2020-2021	37.82
		2021-2022	58.56	2021-2022	44.40
		2022-2023	63.80	2022-2023	46.78
3.	Recognition or awards	<p>Mr. Kamleshbhai B. Patel had been a Director of the ICCTAS.</p>			–

II Information about the appointee: Mr. Kamleshkumar Bhagubhai Patel Mr. Mukeshbhai Jivabhai Patel	
4. Job profile and his suitability	<p>To provide vision, guidance and direction for long term growth and overall management control and to formulate plans and strategy for continuance performance & growth of the Company.</p> <p>Mr. Kamleshkumar Bhagubhai Patel and Mr. Mukeshbhai Jivabhai Patel are entrusted with the substantial power and authorities to manage the affairs of the Company. Mr. Kamleshkumar Bhagubhai Patel, the Chairman and Managing Director and Mr. Mukeshbhai Jivabhai Patel, Managing Director shall devote their whole-time attention to the business and affairs of the Company and carryout such duties as may be entrusted to them from time to time by the Board of Directors of the Company ("the Board") and exercise such powers as assigned to them by the Board under the superintendence, control and direction of the Board in the best interest of the Company.</p> <p>The Board is of the opinion that Mr. Kamleshkumar Bhagubhai Patel and Mr. Mukeshbhai Jivabhai Patel possess in depth understanding and knowledge of the Ceramic Industry and leadership skills, they are therefore ideally suited for the job.</p>
5. Remuneration proposed	<p>Mr. Kamleshkumar Bhagubhai Patel (₹ 5,00,000 - ₹ 15,00,000 per month) and Mr. Mukeshbhai Jivabhai Patel (₹ 4,00,000 - ₹ 15,00,000 per month) shall be entitled to a respective salary and shall also be entitled to:</p> <ol style="list-style-type: none"> I. Group Medical Claim Policy: Entitled for individual with corporate benefit. II. Personal Accident Insurance: The Company will take Personal Accident Insurance of Director. III. Provident fund and superannuation: The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act. IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites. V. Corporate Mobile Plan. VI. The Company shall reimburse actual traveling expenses incurred by them in connection with the Company's business.
6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	<p>Compared to the remuneration with respect to the Industry, Companies of similar size as that of the Company and persons holding similar position, the remuneration proposed to be paid to Mr. Kamleshkumar Bhagubhai Patel as Chairman and Managing Director and Mr. Mukeshbhai Jivabhai Patel as Managing Director are not adequate. Remuneration for a person of their caliber and position should generally be higher than what are being paid to them.</p>
7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any	<p>Mr. Kamleshkumar Bhagubhai Patel holds 83,17,258 Equity Shares, constituting 6.56% of the paid up Equity Share Capital of the Company as on 31 March, 2023 and Mr. Mukeshbhai Jivabhai Patel holds 49,48,481 Equity Shares, constituting 3.90% of the paid up Equity Share Capital of the Company as on 31 March, 2023 and they are belonged to promoters' group having control over the Management of the Company.</p> <p>Mr. Kamleshkumar Bhagubhai Patel and Mr. Mukeshbhai Jivabhai Patel have no other pecuniary relationship directly or indirectly with the Company or with any of the Managerial Personnel of the Company, except to the extent of remuneration and other employment benefits being paid to them as a Chairman and Managing Director and Managing Director respectively of the Company and the holdings in the Company held by them and their relatives and associates or held by the Company(ies), Firm(s) and Trust(s), in which they are interested as a Director, member, partner and trustee and further to the extent of dividend, if any, declared and paid by the Company on their respective holdings and such other benefits arising out of such Shareholdings, as a Chairman and Managing Director and Managing Director respectively.</p>

III Other information:

1. The company has incurred loss on account of higher input cost for raw materials and gas. Apart from that certain debtor's balances are also written off on account of prudent accounting practices. Also markets are subdued which has resulted into stagnant growth in topline compared to previous year.
2. The Management is taking corrective steps to improve margin profile of the Company. The Management is constantly looking for changes in its product portfolio and focus towards higher margin products. The Management has also shifted its concentration towards increase in its manufacturing portfolio which will give better profitability compared to trading portfolio. Further, the Management is also evaluating various options to control the cost logically to improve profits.
3. Steps, as aforesaid, being taken by the Company, would increase the productivity of the Company. The Company continues to undertake constant measures for improvement in its productivity and profits. The Management expects reasonable growth in business, gross revenue and profit of the Company. However, it is difficult to predict profits in the measurable terms, in the present business scenario for the coming years.

Annexure D

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be appointed or re-appointed:

Name of Director	Dr. Yashree Kaushalkumar Dixit	Mr. Mukesh Mahendrabhai Shah
Director Identification Number	07775794	00084402
Date of Birth	19 July, 1994	31 January, 1953
Age as on 12 August, 2023	29 years	71 years
Date of first appointment on Board	12 August, 2023	14 November, 2018
Qualification	F.C.S, Ph.D (Analysis of Corporate Governance practices of selected Indian Companies), M.Com, LLB (Pursuing).	F.C.A, L.L.B, M.Com
Brief Profile / Experience including expertise in specific functional areas	Dr. CS Yashree Kaushalkumar Dixit has worked as Practicing Company Secretary having rich experience in Secretarial work, Insolvency & Bankruptcy Code & other compliance. She has received Top 100 Global Women Inspiration awards (GWIA) from I Can Foundation, Jaipur and Woman Managing directors of the year award from GISR Foundation, New Delhi.	Mr. Mukesh Mahendrabhai Shah has more than 35+ years of experience, has not only laid the foundation of his firm but has consistently improved and grown the organization manifolds over his association. He manages the key client relationships on an ongoing basis and is involved in all the major engagements of the firm. He has commendable knowledge in diversified fields of Audit & Assurance, Tax & Regulatory matters, Transactions advisory services, Due Diligence, Corporate Restructuring including Mergers, De-mergers, Valuations, Acquisition and sale, Project Finance, FEMA & Regulatory Matters.
No. of Shares held as on 12 August, 2023	Nil	Nil
Terms and conditions of re-appointment	As per the resolution at Item no. 5 of this Notice read with Explanatory Statement.	As per the resolution at Item no. 6 of this Notice read with Explanatory Statement.
Directorships held in other companies	Wilshire Nutrifood Limited	<ol style="list-style-type: none"> 1. Adani Power Limited 2. Adani Power Maharashtra Limited 3. Adani Power Rajasthan Limited 4. Adani Solar Energy Four Limited 5. Adani Solar Energy Kutchh One Limited 6. Adani Infra (India) Limited

Name of Director	Dr. Yashree Kaushalkumar Dixit	Mr. Mukesh Mahendrabhai Shah
Directorship of listed entities from which director has resigned in the past 3 years	Shah Metacorp Limited (Formerly known as Gyscoal Alloys Limited)	Nil
Chairman / Member of the Committees in other Companies**	Nil	<ul style="list-style-type: none"> Adani Power Limited: <ul style="list-style-type: none"> Audit committee Chairman Stakeholders Relationship Member committee
Remuneration sought and last drawn	Not Applicable	As mentioned in the Report on Corporate Governance
Number of meetings of the Board attended during the year (2022-23).	Not Applicable	Three (3)
Relationship with other Directors and other Key Managerial Personnel of the Company	Not Applicable	Not Applicable
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The NRC reviewed the profile of Dr. Yashree Dixit and found her professional qualification being suitable and contributing to Board Diversity. Her indepth knowledge of Corporate laws, SEBI regulations and her qualities' of understanding and interpreting laws can contribute to the functioning of the Company. Hence, the Board recommended her appointment for the first tem of five consecutive years.	The NRC reviewed the capabilities of Mr. Mukesh Mahendrabhai Shah vis a vis the role and capabilities required as decided by the Committee based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of Mr. Mukesh Mahendrabhai Shah as an ID, for a second term of 5 (five) consecutive years In the opinion of NRC and the Board, his skills, knowledge and expertise would enhance the functioning of Board.
Justification for choosing the appointee for appointment as Independent Director	Dr. Yashree Dixit possess expertise of company law matters, SEBI and other regulations which will be useful she being appointed as Independent Director.	Mr. Mukesh Mahendrabhai Shah possess skills, experience/expertise in the areas of Strategic leadership, financial expertise and Governance, Risk and Compliance

Note:

* excludes directorships held in Private / Foreign Companies and includes deemed public companies.

*The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of public companies.

By **Order of the Board of Directors**
For **Asian Granito India Limited**

Dhruti Trivedi
Company Secretary
Membership No. A31842

202, Dev Arc, Opp. Iskon Temple,
S.G Highway
Ahmedabad – 380 015

Date: 12 August, 2023
Place: Ahmedabad