



4th March, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

BSE Scrip Code: 519216

Sub: Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice of Postal Ballot dated 14th February, 2024 along with the explanatory statement thereto, for seeking approval of Members of the Company by way of postal ballot through electronic means ("remote e-voting") only, on the following resolutions: -

Item no.	Agenda	Resolution type
1.	To appoint Mr. Arun Tyagi (DIN: 10461507) as a Director of the Company	Ordinary Resolution
2.	To appoint Mr. Arun Tyagi (DIN: 10461507) as Whole Time Director of the Company for a period of Three years with effect from 19 th January, 2024	Special Resolution
3.	To appoint Mr. Rupesh Deorah (DIN: 00206751) as an Independent Director of the Company for a term of 5 (five) years	Special Resolution
4.	To appoint Mr. Alok Narayan Pandey (DIN: 09396715) as an Independent Director of the Company for a term of 5 (five) years	Special Resolution

In accordance with the applicable laws and circulars issued by Ministry of Corporate Affairs, The Postal Ballot Notice and instructions for remote e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company/Depositories/Registrar and Share Transfer Agent ("RTA") as on the cut-off date, i.e., of Friday, 1st March, 2024. The Company has engaged the services of NSDL for the purpose of providing remote e-voting facility to all its members.

The e-voting period will commence from Tuesday, 5th March, 2024 at 09.00 a.m. (IST) and will ends on Wednesday, 3rd April, 2024 05.00 p.m. (IST). The results of Postal Ballot will be declared on or before Friday, 5th April, 2024.

The Postal Ballot Notice has been made available on the website of the Company at www.ajantasoya.com and on the website of remote e-voting service providing agency viz., NSDL at www.evoting.nsd.com.

This is for your information and records.

Thanking you
Yours faithfully

For Ajanta Soya Limited

Kapil

Digitally signed by Kapil
Date: 2024.03.04
10:17:25 +05'30'

Kapil
Company Secretary



Ajanta Soya Limited

CIN: L15494RJ1992PLC016617

Regd. Office & works: SP 916, Phase-III, Industrial Area, Bhiwadi – 301 019, Rajasthan.

Tel.: 911-6176727, 911-6128880

Corp Office: 12th Floor, Bigjo's Tower, A-8, Netaji Subhash Place,
Wazirpur District Centre, Delhi – 110 034,

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Tel.: 91-11-42515151

AN ISO 22000: 2005 Certified Company

POSTAL BALLOT NOTICE

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

Voting Starts On	Voting Ends On
Tuesday, 5 th March, 2024 at 09.00 A.M. (IST)	Wednesday, 3 rd April, 2024 at 05.00 P.M. (IST)

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the “Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended from time to time read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and 9/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations”), Secretarial Standards on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules, regulations, circulars and notifications issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), that the Resolutions as set out in this Notice are proposed for consideration by the members of the Company for passing by means of Postal Ballot by way of voting through electronic means (“remote e-voting”) only.

In compliance with MCA Circulars and SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder, the manner of voting on the proposed resolutions is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company/Depositories/Registrar and Share Transfer Agent (“RTA”) as on the cut-off date, i.e., of Friday, 1st March, 2024. The details of the procedure to cast the vote form part of the Notes to this Notice.

The remote e-voting period commences from 9.00 A.M. (IST) on Tuesday, 5th March, 2024, and ends at 5.00 P.M. (IST) on Wednesday, 3rd April, 2024. Members are requested to cast their votes through the remote e-voting process not later than Wednesday, 3rd April, 2024, 5:00 P.M. (IST) (the last day to cast vote electronically) post which e-voting module shall be disabled by the NSDL.

An Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the said resolutions setting out the material facts and the reasons thereof is annexed to the Notice, for your consideration.

Items of business requiring approval of the Members through Postal Ballot by ‘remote e-voting’ are given below:



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SPECIAL BUSINESS:

Item No. 1: To appoint Mr. Arun Tyagi (DIN: 10461507) as a Director of the Company

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

“**Resolved that** pursuant to the provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of the Company, as amended from time to time, Mr. Arun Tyagi (DIN: 10461507) who was appointed as an Additional Director of the Company, by the Board of Directors of the Company (“the Board”) based on the recommendation of the Nomination and Remuneration Committee with effect from 19th January, 2024 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, w.e.f. 19th January, 2024.

Resolved further that the Board of Directors of the Company (including its Committee thereof), be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

Item No. 2: To appoint Mr. Arun Tyagi (DIN: 10461507) as Whole Time Director of the Company for a period of Three years with effect from 19th January, 2024

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

“**Resolved that** pursuant to the provisions of sections 196, 197, 198 & 203 read with schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), based on the recommendations of the Nomination & Remuneration Committee and approved by the Board of Directors, Mr. Arun Tyagi, Director be and is hereby appointed as Whole time Director of the Company for a period of 3 years with effect from 19th January, 2024 on the following terms and conditions:

Terms and Conditions:

Remuneration: Gross monthly remuneration not exceeding Rs. 1,10,000/- (Rupees One Lakh Ten Thousand only) whether paid as salary, allowance(s), perquisites or a combination thereof w.e.f. 19th January, 2024.

Provided that the following perquisites will not be included in the aforesaid remuneration:

- a. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961;



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- b. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- c. Encashment of leave at the end of tenure.

Resolved further that payment/re-imbusement of telephone and/or mobile phone(s) bills, conveyance, fuel expenses, travel, stay or other out of pocket expenses actually and properly incurred in course of the official duties/business will not be included in the aforesaid remuneration.

Resolved further that in the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

Resolved further that Mr. Arun Tyagi shall be the Key Managerial Personnel of the Company as defined under Section 203 of the Companies Act, 2013 read with rules made thereunder.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to assign and delegate, from time to time, such work, duties, power and authorities to the Whole Time Director as it may deem fit and proper.

Resolved further that the Board of Directors and the Nomination and Remuneration Committee of the Company be and are hereby severally authorised to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

Resolved further that the Board of Directors of the Company (including its Committee thereof), be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

Item No. 3: To appoint Mr. Rupesh Deorah (DIN: 00206751) as an Independent Director of the Company for a term of 5 (five) years

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

“**Resolved that** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended and Articles of Association of the Company and on the basis of approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Rupesh Deorah (DIN: 00206751), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from 1st April, 2024, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as an Independent



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Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from 1st April, 2024 upto 31st March, 2029.

Resolved further that the Board of Directors of the Company be and is hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to the aforesaid resolution including delegation of all or any of the powers conferred on it to any committee of Board of Directors and/or any other person as it deems fit and to do all such acts, deeds, matters and things and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

Item No. 4: To appoint Mr. Alok Narayan Pandey (DIN: 09396715) as an Independent Director of the Company for a term of 5 (five) years

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

“**Resolved that** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended and Articles of Association of the Company and on the basis of approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Alok Narayan Pandey (DIN: 09396715), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from 1st April, 2024, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from 1st April, 2024 upto 31st March, 2029.

Resolved further that the Board of Directors of the Company be and is hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to the aforesaid resolution including delegation of all or any of the powers conferred on it to any committee of Board of Directors and/or any other person as it deems fit and to do all such acts, deeds, matters and things and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

By order of the board of Directors
For Ajanta Soya Limited

Date: 14th February, 2024
Place: New Delhi

Sushil Kumar Goyal
Managing Director
DIN: 00125275



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Notes:

1. An explanatory statement pursuant to Sections 102 and 110 of the Companies Act, 2013 (the "Act"), setting out all material facts and rationale relating to the resolutions for Item Nos. 1 to 4 in this Notice is appended herein below for information and consideration of Members and the same should be considered as part of this Notice.
2. Brief profile and other requisite details about the appointment of directors, remuneration and other terms of appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, is annexed hereto and forms part of this notice.
3. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India on General Meeting, the Members are provided with the facility to cast their vote electronically, through the remote e-voting facility on all the resolutions set forth in this Notice. The Company has engaged National Securities Depository Ltd (NSDL) as e-voting agency for facilitating remote e-voting to enable the Members to cast their votes electronically.
4. In compliance with the MCA Circulars and the SEBI Listing Regulations, the Notice is being sent in electronic mode only to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from NSDL and Central Depository Services (India) Limited ('CDSL') as on the cut-off date, i.e. Friday, 1st March, 2024 and whose email Ids are registered with the Company/ Registrar and Transfer Agent of the Company i.e. Skyline Financial Services Pvt. Ltd. ("RTA" or "Skyline") or Depository Participants ("DP"). The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the remote e-voting system only.
5. Members holding shares in physical form and who have not updated their email addresses please send scan copy of a signed request letter in Form ISR-1 mentioning the Folio No., Name and address of the Member, 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 the Company's email address at cs@ajantasoya.com or to the email id of Skyline Financial Services Pvt Ltd-Registrar & Share Transfer Agent ("RTA" or "Skyline") of the Company at admin@skylinerta.com / info@skylinerta.com. For the Members holding shares in Demat form, please update your email address through your respective Depository Participant/s.
6. The voting rights of Member(s) for remote e-voting shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Any person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to vote through remote e-voting. Any person who is not a member as on the cut-off date should treat this notice for information purpose only.



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7. Notice will also be available on the Company’s website at www.ajantasoya.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of National Securities Depositories Limited (“NSDL”) at <https://www.evoting.nsdl.com>.
8. Pursuant to Regulation 44 of the Listing Regulations and SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.
9. All material documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by remote e-voting i.e. Wednesday, 3rd April, 2024 Members may send their requests to cs@ajantasoya.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.
10. **INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING:**
 - i. E-voting facility will be available during the following period:

Commencement of e-Voting	From 09.00 A.M. IST on Tuesday, 5th March, 2024
End of e-Voting	Upto 05.00 P.M. IST on Wednesday, 3rd April, 2024

The e-Voting module shall be disabled by NSDL upon expiry of aforesaid period.

- ii. During the e-Voting period, shareholders can login at NSDL e-Voting platform any number of times till they have voted on the resolution. Once the vote on resolution is cast by a shareholder, whether partially or otherwise, shareholder shall not be allowed to change it subsequently or cast the vote again.
- iii. The details of the process and manner for e-Voting are explained herein below:

How do I vote electronically using NSDL e-Voting system?

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





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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. 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The 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. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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. 3. 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. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.</p>

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 toll free no.: 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 022-23058738 / 022-23058542-43

B) Login Method 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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. 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:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

<p>b) 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.</p> <p>c) How to retrieve your 'initial password'?</p> <p>(i) 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'.</p> <p>(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.</p>
<p>6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:</p> <p>a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.</p> <p>b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.</p> <p>c) 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.</p> <p>d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>
<p>7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.</p>
<p>8. Now, you will have to click on “Login” button.</p>
<p>9. After you click on the “Login” button, Home page of e-Voting will open.</p>

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

<p>How to cast your vote electronically on NSDL e-Voting system?</p> <ol style="list-style-type: none"> 1. 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. 2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period. 3. Now you are ready for e-Voting as the Voting page opens. 4. 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. 5. 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 rndregular@gmail.com 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 toll free no.: 022 - 4886 7000 or 022 - 2499 7000 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company's email address cs@ajantasoya.com.

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@ajantasoya.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@ajantasoya.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 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 December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository



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Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

11. In terms of Listing Regulations, securities of the listed companies can only be transferred in dematerialized form with effect from April 1, 2019 and as per SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, listed companies shall issue securities in dematerialized form only in case of investor service request for matters specified in this circular. In view of the same, shareholders are advised to dematerialize shares held by them in physical form.
12. The Board of Directors of the Company has appointed Mr Debabrata Deb Nath, (Membership No. FCS 7775) Partner, M/s R & D Company Secretaries, Practicing Company Secretaries, as scrutinizer (“Scrutinizer”) for conducting the Postal Ballot through remote e-voting in accordance with the provisions of the Act and the Rules and the Listing Regulations in a fair and transparent manner.
13. The Scrutinizer will submit his report to the Chairman, or any person authorized by the Chairman after the completion of scrutiny of the remote E-Voting, and the result of the voting by postal ballot through the Remote E-voting process will be announced by the Chairman, or in his absence any other Director or Key managerial Personnel or a person authorized by him, on or before Friday, 5th April, 2024. The Scrutinizer’s decision on the validity of the e-voting shall be final and binding.
14. The Resolutions, if passed by requisite majority, shall be deemed to have been passed on Wednesday, 3rd April, 2024 being the last day of remote e-voting in terms of SS-2 issued by the Institute of Company Secretaries of India. Also, the resolutions passed by members with requisite majority shall be deemed to have been passed at a general meeting of members convened on that behalf.
15. The results declared along with the Scrutiniser’s Report shall be placed on the website of the Company (www.ajantasoya.com), NSDL (www.evoting.nsdl.com) and shall be communicated to BSE Limited.



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Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013

Item No. 1:- To appoint Mr. Arun Tyagi (DIN: 10461507) as a Director of the Company

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Mr. Arun Tyagi (DIN: 10461507) as an Additional Director with effect from 19th January, 2024. Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the "Act") Mr. Arun Tyagi (DIN: 10461507) holds office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Arun Tyagi, as an Additional Director, holds office upto the date of the ensuing Annual General Meeting.

Pursuant to the provisions of the Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the listed entity shall ensure that approval of members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the Members is being sought for the appointment of Mr. Arun Tyagi as a Director of the Company.

The Company has received a notice in writing under Section 160(1) of the Act, from a member proposing the candidature of Mr. Arun Tyagi, for the office of Director of the Company.

Brief Profile of Mr. Arun Tyagi and information in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings is mentioned in the annexure which forms part of this notice.

Based on the recommendation of the Nomination and Remuneration Committee, The Board is of the view that the association of Mr. Arun Tyagi and the rich experience and the vast knowledge he brings with him would benefit the Company. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Mr. Arun Tyagi holds degree in B.Sc. Mathematics. He has vast experience of over 32 years in the field of Purchase, Commercial as well as techno Commercial fields. He has been associated with the Company from last 32 years.

The Board recommends passing of the Ordinary Resolution as set out in Item No. 1 of this Notice, for approval by the Members of the Company.

Except Mr. Arun Tyagi and his relatives, none of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No. 2:- To appoint Mr. Arun Tyagi (DIN: 10461507) as Whole Time Director of the Company for a period of Three years with effect from 19th January, 2024

Mr. Arun Tyagi was employed with the Company as General Manager (Admin & Liaison) from last 32 years. He has made a huge contribution to the spectacular success of the Company. Considering

his tremendous experience, it would be in the interest of the Company to continue to benefit from his rich experience, valuable knowledge and wisdom from time to time in the future as well.

In light of the above and in recognition of his services, the Board at its meeting held on 19th January, 2024, on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members, have approved the appointment of Mr. Arun Tyagi (DIN: 10461507) as Whole Time Director of Ajanta Soya Limited on the remuneration as given in proposed resolution for a period of 3 (three) years i.e. from 19th January, 2024 to 18th January, 2027.

Further, Pursuant to the provisions of the Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the listed entity shall ensure that approval of members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr. Arun Tyagi has consented to his appointment and confirms that he is eligible to be appointed as Whole Time Director of the Company. Further, he has not been debarred from holding the office of Director by virtue of any SEBI order or any other such Authority.

I. GENERAL INFORMATION

(1)	Nature of Industry	Ajanta Soya Limited is engaged in the business of manufacturing of Vanaspati Oil and Refined Oil.	
(2)	Date or expected date of commencement of commercial production	The Company is already in existence and is in operation since February, 1992	
(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 of the Company for last 2 years is given below:		
	Particulars	Financial Year ended	
		31st March, 2023	31st March, 2022
		(Amount in Rs. lakhs)	
	Total Income	1,23,922.28	1,35,030.07
	Total Expenditure	1,23,539.91	1,30,043.82
	Profit/(Loss) before Tax	382.37	4,986.25
	Provision for Tax	158.82	766.32
	Profit/(Loss) after Tax	223.55	4,219.93
	Paid-up Share Capital	1,609.66	1,609.66
	Reserves and Surplus (excluding revaluation reserve)	10,620.91	10,397.35
(5)	Export performance and net foreign exchange collaborations	The Company is not in exports business.	
(6)	Foreign investments or collaborators, if any	Nil	

II. INFORMATION ABOUT THE APPOINTEE

(1)	Background details	<p>Mr. Arun Tyagi was employed with the Company as General Manager (Admin & Liaison) from last 32 years and appointed as Whole Time Director w.e.f. 19th January, 2024.</p> <p>Mr. Arun Tyagi holds degree in B.Sc. Mathematics. He has vast experience of over 32 years in the field of Purchase, Commercial as well as techno Commercial fields.</p>
(2)	Past remuneration	<p>Before appointment of Mr. Arun Tyagi as Whole time Director, he is serving the Company as General Manager (Admin & Liaison) for last 32 years and drawing salary of Rs. 8,14,896 Lakhs Per Annum.</p>
(3)	Recognition or awards	<p>Mr. Arun Tyagi has vast experience of over 32 years in the field of Purchase, Commercial as well as techno Commercial fields.</p> <p>He is Vice President of Bhiwadi Manufacturing Association (BMA) as well as Chairman of environment committee of BMA and an active member of OTAI (Oil Technologists' Association of India).</p>
(4)	Job profile and his suitability	<p>Mr. Arun Tyagi, has made a huge contribution to the spectacular success of the Company. He has vast experience of over 32 years in the field of Purchase, Commercial as well as techno Commercial fields.</p>
(5)	Remuneration proposed	<p>Monthly Salary: Gross monthly remuneration not exceeding Rs. 1,10,000/- (Rupees One Lakh Ten Thousand only) whether paid as salary, allowance(s), perquisites or a combination thereof w.e.f. 19th January, 2024.</p> <p>Provided that the following perquisites will not be included in the aforesaid remuneration:</p> <ol style="list-style-type: none"> Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961; Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and Encashment of leave at the end of tenure.

		<p>Provided further that payment/re-imbusement of telephone and/ or mobile phone(s) bills, conveyance, fuel expenses, travel, stay or other out of pocket expenses actually and properly incurred in course of the official duties/business will not be included in the aforesaid remuneration.</p> <p>In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.</p>
(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 w.r.t. the country of his origin)	The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	<p>Before appointment of Mr. Arun Tyagi as Whole time Director, he is serving the Company as General Manager (Admin & Liaison) for last 32 years and drawing salary of Rs. 8,14,896 Lakhs Per Annum.</p> <p>Except the aforesaid Mr. Arun Tyagi have no any relationship with Managerial Personnel.</p>

III. OTHER INFORMATION

(1)	Reasons for loss or inadequate profits	The Company is in profit. However fixed remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/inadequacy of profits due to unavoidable circumstances.
(2)	Steps taken or proposed to be taken for improvement	The Company is taking cost cutting measures and exploring new avenues of business to improve profitability.
(3)	Expected increase in productivity and profits in measurable terms	The company is expected to have improved sales and profitability figures in the next financial years.

Mr. Arun Tyagi shall not be paid any sitting fees for attending the meeting of the Board or Committees thereof.

The members' approval is required by way of a Special resolution for appointment of Mr. Arun Tyagi as Whole Time Director and fixing his remuneration. The Board recommends the proposed resolution for adoption in the larger interest of the Company.

The aforesaid explanatory statement for item no. 2 should also be deemed to be notice of the abstract for terms of appointment and payment of remuneration to Mr. Arun Tyagi as Whole Time Director.



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Brief Profile of Mr. Arun Tyagi and information in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings is mentioned in the annexure which forms part of this notice.

Except Mr. Arun Tyagi and his relatives, none of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No. 3:- To appoint Mr. Rupesh Deorah (DIN: 00206751) as an Independent Director of the Company for a term of 5 (five) years

Pursuant to the relevant provisions of the Companies Act, 2013 (the 'Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 14th February, 2024 appointed Mr. Rupesh Deorah (DIN: 00206751), as an Additional Director in the category of Independent Director of the Company for a period of five consecutive years with effect from 1st April, 2024 under Section 149, 150, 152 and 161 read with Schedule IV of the Act, not liable to retire by rotation, subject to the approval of the members of the Company.

The Company has received requisite disclosures/declarations from Mr. Rupesh Deorah (DIN: 00206751):

- a. Consent to act as Director of the Company, in Form DIR-2, in terms of Section 152 of the Act,
- b. Declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act,
- c. Declaration that he meets the criteria of independence prescribed under the Act and the Listing Regulations,
- d. Declaration that he is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority,
- e. Confirmation that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his duties as an Independent Director of the Company,
- f. A notice in writing by a member proposing his candidature under Section 160(1) of the Act.

Mr. Rupesh Deorah has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Rupesh Deorah is a Fellow Member of The Institute of Chartered Accountants of India. He is also a qualified CPA (Certified Public Accountant), USA from American Institute of Certified Public Accountants. He has vast and varied experience of over 28 years in the field of Finance, Business Partnering in global listed entities across Corporate Finance Strategy, Pricing and Contracting, Treasury Management, Mergers and Acquisitions, etc.

As per Regulation 17(1C) and 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to take approval of members for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date



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of appointment, whichever is earlier, through a special resolution. Accordingly, it is proposed to seek approval of members of the Company by way of a Special Resolution for appointment of Mr. Rupesh Deorah as an Independent Director on the Board of Directors of the Company to hold office for a period of 5 (five) consecutive years from 1st April, 2024 to 31st March, 2029, not liable to retire by rotation.

For appointment of Mr. Rupesh Deorah on the Board, the Nomination and Remuneration Committee took into consideration his rich and varied experience. Further, the Nomination and Remuneration Committee also noted that skills, expertise and competencies possessed by Mr. Rupesh Deorah were in alignment with the skills and expertise, identified by the Committee and the Board, for the Directors of the Company.

In the opinion of the Nomination and Remuneration Committee and Board, Mr. Rupesh Deorah fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Board is of the view that, given the knowledge and rich experience of Mr. Rupesh Deorah, his appointment will be of immense benefit and in the best interest of the Company.

The Board recommends passing of the Special resolution as set out in Item No. 3 of this Notice, for approval by the Members of the Company.

The letter of appointment of Mr. Rupesh Deorah setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to cs@ajantasoya.com.

Brief Profile of Mr. Rupesh Deorah and information in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings is mentioned in the annexure which forms part of this notice.

Except Mr. Rupesh Deorah and his relatives, none of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No. 4:- To appoint Mr. Alok Narayan Pandey (DIN: 09396715) as an Independent Director of the Company for a term of 5 (five) years

Pursuant to the relevant provisions of the Companies Act, 2013 (the 'Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 14th February, 2024 appointed Mr. Alok Narayan Pandey (DIN: 09396715), as an Additional Director in the category of Independent Director of the Company for a period of five consecutive years with effect from 1st April, 2024 under Section 149, 150, 152 and 161 read with Schedule IV of the Act, not liable to retire by rotation, subject to the approval of the members of the Company.

The Company has received requisite disclosures/declarations from Mr. Alok Narayan Pandey (DIN: 09396715):



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- a. Consent to act as Director of the Company, in Form DIR-2, in terms of Section 152 of the Act,
- b. Declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act,
- c. Declaration that he meets the criteria of independence prescribed under the Act and the Listing Regulations,
- d. Declaration that he is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority,
- e. Confirmation that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his duties as an Independent Director of the Company,
- f. A notice in writing by a member proposing his candidature under Section 160(1) of the Act.

Mr. Alok Narayan Pandey has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Alok Narayan Pandey is a Fellow Member of The Institute of Chartered Accountants of India, Institute of Company Secretaries of India & Institute of Cost & Works Accountants of India. He has done his B.COM (H) from St. Xavier's College, Kolkata.

He has vast and varied exposure of over 27 years in the field of Accounting, Audit, Commercial, Taxation, Corporate Laws, FEMA, Secretarial Matters, Accounting Outsourcing for clients from USA & U.K.

As per Regulation 17(1C) and 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to take approval of members for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, through a special resolution. Accordingly, it is proposed to seek approval of members of the Company by way of a Special Resolution for appointment of Mr. Alok Narayan Pandey as an Independent Director on the Board of Directors of the Company to hold office for a period of 5 (five) consecutive years from 1st April, 2024 to 31st March, 2029, not liable to retire by rotation.

For appointment of Mr. Alok Narayan Pandey on the Board, the Nomination and Remuneration Committee took into consideration his rich and varied experience. Further, the Nomination and Remuneration Committee also noted that skills, expertise and competencies possessed by Mr. Alok Narayan Pandey were in alignment with the skills and expertise, identified by the Committee and the Board, for the Directors of the Company.

In the opinion of the Nomination and Remuneration Committee and Board, Mr. Alok Narayan Pandey fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Board is of the view that, given the knowledge and rich experience of Mr. Alok Narayan Pandey, his appointment will be of immense benefit and in the best interest of the Company.



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The Board recommends passing of the Special resolution as set out in Item No. 4 of this Notice, for approval by the Members of the Company.

The letter of appointment of Mr. Alok Narayan Pandey setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to cs@ajantasoya.com.

Brief Profile of Mr. Alok Narayan Pandey and information in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings is mentioned in the annexure which forms part of this notice.

Except Mr. Alok Narayan Pandey and his relatives, none of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

By order of the board of Directors
For Ajanta Soya Limited

Date: 14th February, 2024
Place: New Delhi

Sushil Kumar Goyal
Managing Director
DIN: 00125275



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Corp Office: 12th Floor, Bigjo's Tower, A-8, Netaji Subhash Place,
Wazirpur District Centre, Delhi – 110 034,

Website: www.ajantasoya.com, E-mail: cs@ajantasoya.com, info@ajantasoya.com, care@ajantasoya.com

Tel.: 91-11-42515151

AN ISO 22000: 2005 Certified Company

ANNEXURE TO NOTICE

DISCLOSURE REGARDING APPOINTMENT & RE-APPOINTMENT OF DIRECTORS

[Pursuant to Regulations 36(3) of the Listing Regulations and Secretarial Standards - 2 on General Meetings]

Particulars	Mr. Arun Tyagi	Mr. Rupesh Deorah	Mr. Alok Narayan Pandey
Director Identification Number (DIN)	10461507	00206751	09396715
Father's Name	Late Mr. Rajender Singh	Late Mr. Mohan Lal Deorah	Late Mr. Shiva Shankar Pandey
Date of Birth/ (Age)	20/07/1965 (58)	31/10/1971 (52)	21/07/1972 (51)
Nationality	Indian	Indian	Indian
Date of first appointment on the Board of Directors of the Company	19/01/2024	01/04/2024	01/04/2024
Address	B-162, Ashiana Bageecha Harchandpur, Bhiwadi Ind. Area. Alwar, Tijara Alwar – 301 019 Rajasthan	S-171, First Floor, Greater Kailash, Part-2, Delhi – 110 048	W-156, Ground Floor Uppal Southend, Sohna Road, Sector-49, Gurgaon, Haryana – 122 018
Designation	Whole Time Director	Independent Director	Independent Director
Education/Qualification	B.Sc. Mathematics	CA/CPA	CA/CS/CMA/B.COM (H)
Nature of Expertise /Experience (including nature of expertise in specific functional areas)/ Brief Resume	Mr. Arun Tyagi holds degree in B.Sc. Mathematics. He has vast experience of over 32 years in the field of Purchase, Commercial as well as techno Commercial fields.	Mr. Rupesh Deorah is a Fellow Member of The Institute of Chartered Accountants of India. He is also a qualified CPA (Certified Public Accountant), USA from American Institute of Certified Public Accountants. He has vast and varied experience of over 28 years in the field of Finance, Business Partnering in global listed entities across Corporate Finance Strategy, Pricing and Contracting, Treasury Management, Mergers	Mr. Alok Narayan Pandey is a Fellow Member of The Institute of Chartered Accountants of India, Institute of Company Secretaries of India & Institute of Cost & Works Accountants of India. He has done his B.COM (H) from St. Xavier's College, Kolkata. He has vast and varied exposure of over 27 years in the field of Accounting, Audit, Commercial, Taxation, Corporate Laws, FEMA, Secretarial Matters,



Ajanta Soya Limited

CIN: L15494RJ1992PLC016617

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		and Acquisitions, etc.	Accounting Outsourcing for clients from USA & U.K.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Please Refer Notice and Explanatory Statement.	Please Refer Notice and Explanatory Statement.	Please Refer Notice and Explanatory Statement.
Relationships between the Directors inter-se	None of the Directors of the Company are inter-se related to Mr. Arun Tyagi (DIN: 10461507).	None of the Directors of the Company are inter-se related to Mr. Rupesh Deorah (DIN: 00206751).	None of the Directors of the Company are inter-se related to Mr. Alok Narayan Pandey (DIN: 09396715).
No. of Board Meetings attended during the FY 2023-24 (upto the date of Postal Ballot notice)	1	NA	NA
Terms and conditions of Appointment/Reappointment	Please Refer Notice and Explanatory Statement.	Please Refer Notice and Explanatory Statement.	Please Refer Notice and Explanatory Statement.
Companies in which holds Directorship*	Nil	<ul style="list-style-type: none"> ➤ Span Estates Private Limited ➤ Anjani Tie-Up Private Limited 	➤ Hands On Trades Private Limited
Chairmanship/ membership of Committees of the Company	Nil	Nil	Nil
Chairmanship/ membership in Committees of Board of Directors of other Indian Public Companies	Nil	Nil	Nil
Listed entities from which has resigned in the past three years.	NA	NA	NA
Shareholding in the Company (No. & %)	750 equity shares of Rs. 2/- each & (0.00%)	Nil	Nil
Details of Remuneration sought to be paid	Please Refer Notice and Explanatory Statement.	Nil	Nil
Remuneration last drawn (including sitting fees, If any) (Per Annum)	Please Refer Notice and Explanatory Statement.	Nil	Nil

*Excludes Directorships in Associations, Foreign and Section 8 Companies.