

AIMCO PESTICIDES LIMITED

(AN ISO 9001 : 2015, 14001 : 2015, 45001 : 2018 CERTIFIED)

H. O.: "AIMCO HOUSE", 8th Road, P.B. NO. 6822, Santacruz (E), Mumbai - 400 055. (India)

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E-mail : aimco@aimcopesticides.com • Web Site : www.aimcopesticides.com

CIN NO. L 24210MH1987PLC044362



Ref.: APL/CO/BSE/33/2024-25

September 02, 2024

To,
The Department of Corporate Services
BSE Limited
P. J. Towers, 1st Floor,
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

Subject: Submission of Notice of 37th Annual General Meeting for the Financial Year 2023-24 to be held on September 26, 2024, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Reference: Aimco Pesticides Limited (Script Code: 524288)

In pursuance of Regulation 30 read with Para A Part A of Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the Notice of 37th Annual General Meeting of Aimco Pesticides Limited ("the Company") for the Financial Year 2023-24, to be held on Thursday, September 26, 2024 at 11.30 A.M. via Video Conferencing ("VC") or other Audio Visual Means ("OAVM"). The said Notice forms part of the Annual Report 2023-24.

The Annual Report for Financial Year 2023-24 and other related documents are available on the website of the Company at www.aimcopesticides.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Aimco Pesticides Limited

Reema Manoj Vara
Company Secretary and Compliance Officer
ACS No. 71824

Encl.: as above



AIMCO PESTICIDES LIMITED
Regd. Office : B1/1, M.I.D.C. Industrial Area, Lote Parshuram, P.B. No. 9,
Village Awashi, Dist. Ratnagiri - 415 707, Maharashtra
Phone : (02356) 272136 / 272137 / 272138



Notice

NOTICE is hereby given that the 37th (Thirty Seventh) Annual General Meeting of the members of **AIMCO PESTICIDES LIMITED** ("the Company") will be held on Thursday, September 26, 2024 at 11:30 A.M., IST through Video Conferencing ("VC") or other Audio Visual Means ("OAVM"), to transact the business as stated hereinunder, in compliance with provisions of the Companies Act 2013, rules made and the circulars issued thereunder. The venue of the meeting shall be deemed to be the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri - 415 707, Maharashtra, India.

ORDINARY BUSINESS:

1. To receive, consider and adopt:

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

2. To approve re-appointment of Director Retiring by Rotation:

To appoint a Director in place of Mr. Ashit Pradip Dave (DIN: 00184760), - Executive, Whole-Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To ratify payment of remuneration to be paid to Cost Auditors of the Company for the Financial Year 2024-25:

To consider and if thought fit, to pass with or without modification(s), the following resolution for ratification of payment of remuneration to M/s. V. J. Talati & Co., Cost Accountant having Firm Registration No: R00213 as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, and all other applicable rules and provisions, if any, of the Act, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. V. J. Talati & Co., Cost Accountants, having Firm Registration No. R00213, appointed by the Board of Directors of the Company on the recommendation of the Audit Committee as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025, being ₹ 65,000/-p.a. (Rupees Sixty Five Thousand Only) plus out of pocket expenses and GST and other taxes incurred in performance of their duties, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Director(s) and/or Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, appropriate or expedient to give effect to this resolution."

4. To re-appoint Mr. Pradip Pushkarrai Dave (DIN: 00184598), aged about 81 years, as an Executive, Whole-Time Director of the Company for the period starting from April 01, 2025 to March 31, 2028 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Para (B) of Section II of Part II of Schedule V thereto (including any statutory modification(s) or reenactment thereof for the time being in force), and in accordance with the provisions of the Articles of Association of the Company and such other modification(s), if any, Mr. Pradip Pushkarrai Dave (DIN: 00184598), aged about 81 years, be and is hereby reappointed as an Executive, Whole-Time Director of the Company with the effect from April 01, 2025 to March 31, 2028, for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Mr. Pradip Pushkarrai Dave, on a monthly remuneration of ₹ 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalized on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum, as the case maybe, which is exclusive of payment of allowable retirement benefits to Mr. Pradip Pushkarrai Dave, at par with other Company's employees/executives.

RESOLVED FURTHER THAT the Board of Directors of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above-mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration

payable to Mr. Pradip Pushkarrai Dave, as an Executive, Whole-Time Director, shall not exceed above prescribed limits.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the period of tenure of Mr. Pradip Pushkarrai Dave, as an Executive, Whole-Time Director, the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites, and deemed to be the applicable ceiling limit in terms of Section 197 and Schedule V of the said Act and the Listing Regulations as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force read with the present resolution.

RESOLVED FURTHER THAT the Board of Director(s)/ Company Secretary of the Company be and is/are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **To re-appoint Dr. Samir Pradip Dave (DIN: 00184680), aged about 57 years, as Managing Director of the Company for the period starting from April 01, 2025 to March 31, 2028 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Para (B) of Section II of Part II of Schedule V thereto (including any statutory modification(s) or reenactment thereof for the time being in force), and in accordance with the provisions of the Articles of Association of the Company and such other modification(s), if any, Dr. Samir Pradip Dave (DIN: 00184680), aged about 57 years, be and is hereby reappointed as a Managing Director of the Company with the effect from April 01, 2025 to March 31, 2028 for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Dr. Samir Pradip Dave, on a monthly remuneration of ₹ 5,00,000 or such higher amount as approved by Nomination and

Remuneration Committee, from time to time, to be finalized on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum, as the case maybe, which is exclusive of payment of allowable retirement benefits to Dr. Samir Pradip Dave, at par with other Company's employees/executives.

RESOLVED FURTHER THAT the Board of Directors of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above-mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Dr. Samir Pradip Dave, as a Managing Director shall not exceed above prescribed limits.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the period of tenure of Dr. Samir Pradip Dave, as a Managing Director, the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites, and deemed to be the applicable ceiling limit in terms of Section 197 and Schedule V of the said Act and the Listing Regulations as may be amended from time to time or equivalent statutory reenactment thereof for the time being in force read with the present resolution.

RESOLVED FURTHER THAT the Board of Director(s)/ Company Secretary of the Company be and is/are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **To re-appoint Mr. Ashit Pradip Dave (DIN: 00184760), aged about 53 years, as an Executive, Whole-Time Director of the Company for the period starting from April 01, 2025 to March 31, 2028 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial

Personnel) Rules, 2014 read with Para (B) of Section II of Part II of Schedule V thereto (including any statutory modification(s) or reenactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company and such other modifications, if any, Mr. Ashit Pradip Dave (DIN: 00184760), aged about 53 years, be and is hereby reappointed as an Executive, Whole-Time Director of the Company with the effect from April 01, 2025 to March 31, 2028 for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Mr. Ashit Pradip Dave on a monthly remuneration of ₹ 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalized on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum, as the case maybe, which is exclusive of payment of allowable retirement benefits to Mr. Ashit Pradip Dave, at par with other Company's employees/executives.

RESOLVED FURTHER THAT the Board of Director(s) of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above-mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Mr. Ashit Pradip Dave, as an Executive, Whole-Time Director shall not exceed above prescribed limits.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the period of tenure of Mr. Ashit Pradip Dave, as an Executive, Whole-Time Director, the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites, and deemed to be the applicable ceiling limit in terms of Section 197 and Schedule V of the said Act and the Listing Regulations as may be amended from time to time or equivalent statutory reenactment thereof for the time being in force read with the present resolution.

RESOLVED FURTHER THAT the Board of Director(s)/the Company Secretary of the Company be and is/are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **To re-appoint Mr. Mayoor Natubhai Amin (DIN: 00179889), aged about 75 years, as a Non-Executive Independent Director of the Company for the period starting from September 09, 2024 to January 07, 2029 and in this regard, to consider 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, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mayoor Natubhai Amin (DIN: 00179889), aged about 75 years, Non-Executive, Independent Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as Non-Executive, Independent Director of the Company to hold office for second term with effect from September 09, 2024 to January 07, 2029 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Director(s)/Company Secretary of the Company be and is/are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. **To re-appoint Mr. Suresh Balashankar Bhatt (DIN: 00512976), aged about 82 years, as a Non-Executive, Independent Director of the Company for the period starting from September 09, 2024 to January 07, 2029 and in this regard, to consider 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, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Suresh Balashankar Bhatt (DIN: 00512976), aged about 82 years, Non-Executive, Independent Director

of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as Non-Executive, Independent Director of the Company to hold office for second term with effect from September 09, 2024 to January 07, 2029 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Director(s)/Company Secretary of the Company be and is/are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors
For **AIMCO PESTICIDES LIMITED**

Sd/-

Reema Manoj Vara

ACS No. 71824

Company Secretary and Compliance Officer

Date: August 13, 2024

Place: Mumbai

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,

Lote Parshuram,

Village: Awashi,

Taluka: Khed,

District: Ratnagiri

415 707, Maharashtra, India.

Notes

1. The relevant explanatory statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013, read with the relevant Rules made thereunder (the "Act"), setting out the material facts and reasons, in respect of Item No. 4 of this Notice, is annexed herewith.
2. The Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 3/2022 dated May 05, 2022 and Circular No. 10/2022 and Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 ("MCA Circulars") and Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and other applicable circulars issued in this regard, has permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), without the physical presence of the Members. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 37th AGM of the Company is being convened and will be conducted through VC/OAVM. The Proceedings of the AGM will be deemed to have been conducted at the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri 415 707, Maharashtra, India which shall be deemed venue of the AGM.
3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company, however, since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
4. Members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The details under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force, in respect of Directors seeking approval for re-appointment at the AGM, forms part of the annexure to this Notice.
6. **Electronic Dispatch of Annual Report Including Notice of Annual General Meeting:**
 - i) In accordance with the circulars issued by MCA and SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
 - ii) The Notice of Annual General Meeting and Annual Report for the financial year 2023-24 will also be available on the Company's website at www.aimcopesiticides.com website of the BSE Limited, the Exchange on which the shares of the Company are listed, at www.bseindia.com and website of the RTA at www.linkintime.co.in. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
7. **Process For Registration of Email Id and Bank Account Details:**

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, the log in details for e-Voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and have not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

 - i) Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR
 - ii) In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

8. COMMON AND SIMPLIFIED NORMS FOR PROCESSING INVESTOR'S SERVICE REQUEST BY RTA AND NORMS FOR FURNISHING PAN, KYC DETAILS AND NOMINATION:

Pursuant to SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 issued to the Registrar and Transfer Agents and SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, as amended, SEBI has mandated that, with effect from April 01, 2024, dividend to the security holders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company or its RTA. Relevant FAQs have been published by SEBI in this regard. The FAQs and the abovementioned SEBI Master Circular and SEBI Circular are available on SEBI's website at www.sebi.gov.in

The forms for updation of PAN, KYC, Bank details and Nomination viz. Forms ISR-1, ISR-2, ISR-3 and SH-13 are available on our website at www.aimcopesiticides.com. In view of the above, we urge Members holding shares in physical form to submit the required forms duly filled up and signed, along with the supporting documents at the earliest to the RTA. Towards this, the Company is sending letters to the Members holding shares in physical form, in relation to applicable SEBI Circular(s). Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhaar card.

9. Intimation to Physical Security Holders with respect to electronic payment of dividend/ interest or redemption from April 01, 2024

SEBI, vide its circulars mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or choice of nomination or contact details or mobile number or bank account details or specimen signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 01, 2024. Further, relevant FAQs have also been published by SEBI on its website at the following web link for investor awareness: www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf.

In this regard, the security holders whose folios are incomplete with regard to PAN or choice of nomination or contact details or mobile number or bank account details or specimen signature, then:

- In case of non-updation of PAN or choice of nomination or contact details or mobile number

or bank account details or specimen signature in respect of physical folios, dividend/interest etc. shall be paid only through electronic mode with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.

- If a security holder updates the PAN, choice of nomination or contact details or mobile number or bank account details or specimen signature after April 01, 2024, then the security holder would receive all the dividends/ interest etc. declared during that period (from April 01, 2024 till date of updation) pertaining to the securities held after the said updation automatically.

10. 'SWAYAM' is a secure, user-friendly web-based application, developed by "Link Intime India Pvt Ltd.", our Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.

This application can be accessed at <https://swayam.linkintime.co.in>

The following are the features of the application:

- Effective Resolution of Service Request - Generate and Track Service Requests/ Complaints through SWAYAM.
- Features - A user-friendly GUI.
- Track Corporate Actions like Dividend/Interest/Bonus/split.
- PAN-based investments - Provides access to linked PAN accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal - for securities held in demat mode and physical securities, whose folios are KYC compliant.
- Statements - View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login - Enhances security for investors.

11. Members of the Company holding shares either in physical form or in Dematerialised forms as on cut-off date i.e. Thursday, September 19, 2024 will be entitled to vote on the resolutions proposed in the Notice.

12. Members are requested to quote their Folio No. or DP ID/Client ID, in case shares are in physical/dematerialized form, as the case may be, in all

correspondence with the Company/Registrar and Share Transfer Agent.

13. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 20, 2024 to Thursday, September 26, 2024 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

INSTRUCTIONS FOR E-VOTING AND JOINING THE ANNUAL GENERAL MEETING ARE AS FOLLOWS:

14. INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING AND JOINING THE AGM ARE AS UNDER:

A. VOTING THROUGH ELECTRONIC MEANS:

- a) 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 Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Link Intime India Private Limited as the Agency to provide e-Voting facility for voting through remote e-Voting, for participation in the 37th AGM through VC/OAVM Facility and e-Voting during the 37th AGM.
- b) The Board of Directors of the Company have appointed M/s Sahasrabudhe Parab & Co. LLP, Company Secretaries as the Scrutinizer, to scrutinize the e-Voting and remote e-Voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- c) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Thursday, September 19, 2024.
- d) The voting period begins on Monday, September 23, 2024 at 09.00 a.m. (IST) and ends on Wednesday, September 25, 2024 at 5.00 p.m. (IST). The E-Voting module shall be disabled by Link Intime India Private Limited for voting thereafter. A 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, i.e. Thursday, September 19, 2024 only shall be entitled to cast their vote either through remote e-Voting or through E voting at the AGM.

- e) The details of the process and manner for remote e-Voting are explained herein below:

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 09, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-Voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-Voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

METHOD 2 - By directly visiting the e-Voting website of NSDL:

- a) Visit URL: <https://www.evoting.nSDL.com/>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-Voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL:**METHOD 1 - From Easi/Easiest****Users who have registered/opted for Easi/Easiest**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-Voting menu. The menu will have links of e-Voting service providers i.e., LINKINTIME, for voting during the remote e-Voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

OR

Users not registered for Easi/Easiest

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>/<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-Voting menu.

- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

METHOD 2 - By directly visiting the e-Voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-Voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

3. Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-Voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through "e-Voting" tab under Stocks option.
- c) Click on e-Voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting menu.
- d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form/Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-Voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>

2. Click on **“Sign Up”** under **‘SHARE HOLDER’** tab and register with your following details:

- A. User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).
- C. DOB/DOI:** Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
- D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under **‘SHARE HOLDER’** tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **‘Submit’**.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-Voting. Select **‘View’** icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **‘Favour/Against’** (If you wish to view the entire Resolution details, click on the **‘View Resolution’** file link).
4. After selecting the desired option i.e. Favour/Against, click on **‘Submit’**. A confirmation box will be displayed. If you wish to confirm your vote, click on **‘Yes’**, else to change your vote, click on **‘No’** and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/Custodian/Mutual Fund”.
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’
 - i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - b. ‘Investor’s Name - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be - DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-Voting.

The corporate shareholder can vote by two methods, once remote e-Voting is activated:

METHOD 1 – VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour/Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-Voting in inbox.
- c) Select '**View**' icon for '**Company's Name/Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour/Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'

- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders are having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘Corporate Body/Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Instructions for Shareholders/Members to Speak during the Annual General Meeting through InstaMeet:

Process and manner for attending the General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.
 - Select the “Company” and ‘Event Date’ and register with your following details:
 - A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/members holding shares in **physical form shall provide Folio Number registered with the Company**
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
 - C. **Mobile No.:** Enter your mobile number.
 - D. **Email ID:** Enter your email id, as recorded with your DP/Company.
 - Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/Members to Speak during the General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the Company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.

4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking.

Instructions for Shareholders/Members to Vote during the General Meeting through InstaMeet.

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/members who have not exercised their vote through the remote e-Voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No./Folio No. and OTP (received on the registered mobile number/registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm",

Note: Shareholders/Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/members have any queries regarding login/e-Voting, they may send an email to instameet@linkintime.co.in or contact on: Tel: 022-49186175.

By Order of the Board of Directors
For **AIMCO PESTICIDES LIMITED**

Sd/-
Reema Manoj Vara
ACS No. 71824
Company Secretary and Compliance Officer
Date: August 13, 2024
Place: Mumbai

Aimco Pesticides Limited
L24210MH1987PLC044362
Registered Office:
B- 1/1, MIDC Industrial Area,
Lote Parshuram, Village: Awashi,
Taluka: Khed, District: Ratnagiri
415 707, Maharashtra, India.

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

The following explanatory statement pursuant to Section 102 of the Companies Act, 2013 sets out all material facts relating to the business mentioned in Item No. 4 in the accompanying notice:

ITEM NO. 3

The Board of Directors, at its meeting held on May 28, 2024, based on recommendation of the Audit Committee, approved the appointment of M/s. V. J. Talati & Co., Cost Accountants having Firm Registration No: R00213, as the Cost Auditor of the Company for the Financial Year 2024-25 at a fees of ₹ 65,000/- p.a. (Rupees Sixty Five Thousand Only) plus out of pocket expenses as may be applicable and GST as may be applicable for conducting the audit of the cost accounting records.

Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, requires the Board to appoint an individual, who is a Cost Accountant in Practice or a firm of Cost Accountants in Practice, as Cost Auditor on the recommendations of the Audit committee, which shall also recommend remuneration for such Cost Auditor and such remuneration shall be considered and approved by the Board of Directors and ratified subsequently by the shareholders.

The resolution contained in Item no. 3 of the accompanying notice; accordingly, seek members' ratification for fixation of remuneration of Cost Auditor of the Company for the financial year 2024-25.

None of the Directors of the Company are in any way concerned or interested in the proposed resolution.

ITEM NO. 4

Mr. Pradip Pushkarrai Dave, (DIN: 00184598), aged about 81 years, was appointed as an Executive, Whole-Time Director of the Company for period of three years with effect from April 01, 2022 with a monthly remuneration of ₹ 5,00,000 or such higher amount as may be approved by the Nomination and Remuneration Committee, however, such amount shall not exceed ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.

The said term of three (03) years will be completed on March 31, 2025.

Pursuant to Third Amendment to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI notification no. No. SEBI/LAD-NRO/GN/2021/35 dated August 3, 2021 applicable with effect from January 01, 2022, and based on the recommendations from Nomination and Remuneration Committee, proposing his candidature for the re-appointment (to be made in advance) as an Executive, Whole-Time Director of the

Company. The Board of Directors vide resolution dated August 13, 2024 reappointed, subject to the approval of the Members, Mr. Pradip Pushkarrai Dave for a period of 3 (three) years with effect from April 01, 2025 up to March 31, 2028, in terms of the applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee at its meeting held on August 13, 2024 has principally approved the re-appointment of Mr. Pradip Pushkarrai Dave as an Executive, Whole-Time Director of the Company for a period of three years with effect from April 01, 2025 to March 31, 2028 with a remuneration payable to Mr. Pradip Pushkarrai Dave, of ₹ 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding Rs.10,00,000 per month or ₹ 1,20,00,000 per annum, as the case maybe, which is exclusive of payment of allowable retirement benefits to Mr. Pradip Pushkarrai Dave, at par with other Company's employees/executives.

The Board of Directors at its meeting held on August 13, 2024 has approved the said re-appointment and remuneration payable to Mr. Pradip Pushkarrai Dave for the term of three years with effect from April 01, 2025 to March 31, 2028.

Mr. Pradip Pushkarrai Dave, with his long standing experience has made significant contribution to the progress of the Company. The proposed resolution towards his re-appointment and payment of remuneration is to be passed as a Special Resolution, pursuant to section 196(3), 197(1) read with provisions of Schedule V of the Companies Act, 2013.

The relevant information and disclosures have been appended herein below in line with Section II of Part II of Para (B) of Schedule V of the Companies Act, 2013. The relevant general information, about the Company and appointee is appended herein below, separately.

Brief resume of Mr. Pradip Pushkarrai Dave, nature of his expertise in specific functional areas, names of companies in which he holds Directorships and Memberships/Chairmanships of Board Committees and relationships amongst Directors inter se as stipulated under Regulation 36 (3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, are provided as an annexure to the notice.

Your Directors recommend above resolution to be passed as a Special Resolution towards re-appointment of Mr. Pradip Pushkarrai Dave as an Executive, Whole-Time Director for period of 3 (three) years.

Mr. Pradip Pushkarrai Dave, Dr. Samir Pradip Dave and Mr. Ashit Pradip Dave are deemed to be interested in the above resolution.

ITEM NO 5.

Dr. Samir Pradip Dave, (DIN: 00184680), aged about 57 years, was appointed as an Executive, Whole-Time Director of the Company for period of three years with effect from April 01, 2022 with monthly remuneration of ₹ 5,00,000 or such higher amount as may be approved by the Nomination and Remuneration Committee, subject to fact that, such amount of remuneration shall not exceed ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.

The said term of three (03) years will be completed on March 31, 2025.

Further, there was a change in designation of Dr. Samir Pradip Dave (DIN: 00184680), aged 57 years, from Executive, Whole-Time Director to Managing Director of the Company with effect of February 14, 2024. The change in designation was duly approved by the shareholders of the Company through Postal Ballot (by way of remote e-voting process) on March 28, 2024, results of which were declared on March 29, 2024.

Pursuant to Third Amendment to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI notification No. SEBI/LAD-NRO/GN/2021/35 dated August 03, 2021 applicable with effect from January 01, 2022, and based on the recommendations from Nomination and Remuneration Committee, proposed his candidature for the re-appointment (to be made in advance) as a Managing Director of the Company. Further, the Board of Directors vide resolution dated August 13, 2024 reappointed, subject to the approval of the Members, Dr. Samir Pradip Dave for a period of 3 (three) years with effect from April 01, 2025 up to March 31, 2028, in terms of the applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee at its meeting held on August 13, 2024, has principally approved the reappointment of Dr. Samir Pradip Dave as a Managing Director of the Company for a period of three years with effect from April 01, 2025 to March 31, 2028 with an remuneration payable to Dr. Samir Pradip Dave, of ₹ 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding Rs.10,00,000 per month or Rs.1,20,00,000 per annum, as the case maybe, which is exclusive of payment of allowable retirement benefits

to Dr. Samir Pradip Dave, at par with other Company's employees/executives.

The Board of Directors at its meeting held on August 13, 2024 has approved the said re-appointment and remuneration payable to Dr. Samir Pradip Dave for the term of three years with effect from April 01, 2025 to March 31, 2028.

Dr. Samir Pradip Dave, with his experience and research acumen has made significant contribution to the progress of the Company. The proposed resolution towards his reappointment and payment of remuneration is to be passed as a Special Resolution, pursuant to section 197(1) read with provisions of Schedule V of the Companies Act, 2013.

The relevant information and disclosures have been appended herein below in line with Para (B) of Section II of Part II of Schedule V of the Companies Act, 2013. The relevant general information, about the Company and appointee is appended herein below, separately.

Brief resume of Dr. Samir Pradip Dave, nature of his expertise in specific functional areas, names of companies in which he holds Directorships and Memberships/Chairmanships of Board Committees and relationships amongst Directors inter-se as stipulated under Regulation 36 (3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, are provided as an annexure to the notice.

Your Directors recommend above resolution to be passed as a Special Resolution towards re-appointment of Dr. Samir Pradip Dave as a Managing Director for period of 3 (three) years.

Dr. Samir Pradip Dave, Mr. Pradip Pushkarrai Dave, and Mr. Ashit Pradip Dave are deemed to be interested in the above resolution.

ITEM NO. 6

Mr. Ashit Pradip Dave, (DIN: 00184760), aged about 53 years, was appointed as an Executive, Whole-Time Director of the Company for period of three years with effect from April 01, 2022 with monthly remuneration of ₹ 5,00,000 or such higher amount as may be approved by the Nomination and Remuneration Committee, subject to fact that, such amount of remuneration shall not exceed ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.

The said term of three (03) years will be completed on March 31, 2025.

Pursuant to the Third Amendment to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI notification no. No. SEBI/LAD-NRO/GN/2021/35 dated August 03, 2021 applicable with effect from January 01, 2022, and based on the recommendations from Nomination and Remuneration

Committee, which proposed his candidature for the re-appointment (to be made in advance) as an Executive Whole-Time Director of the Company. Further the Board of Directors vide resolution dated August 13, 2024 reappointed, subject to the approval of the Members, Mr. Ashit Pradip Dave for a period of 3 (three) years with effect from April 01, 2025 up to March 31, 2028, in terms of the applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee at its meeting held on August 13, 2024 has principally approved the reappointment of Mr. Ashit Pradip Dave as an Executive, Whole-Time Director of the Company for a period of three years with effect from April 01, 2025 to March 31, 2028 with remuneration payable to Mr. Ashit Pradip Dave of ₹ 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mr. Ashit Pradip Dave, at par with other Company's employees/executives.

The Board of Directors at its meeting held on August 13, 2024 has approved the said appointment and remuneration payable to Mr. Ashit Pradip Dave for the term of three years with effect from April 1, 2025 to March 31, 2028.

Mr. Ashit Pradip Dave, with his business and financial expertise has made significant contribution to the progress of the Company. The proposed resolution towards his reappointment and payment of remuneration is to be passed as a Special Resolution, pursuant to section 197(1) read with provisions of Schedule V of the Companies Act, 2013.

The relevant information and disclosures have been appended herein below in line with Para (B) of Section II of Part II of Schedule V of the Companies Act, 2013. The relevant general information, about the Company and appointee is appended herein below, separately.

Brief resume of Mr. Ashit Pradip Dave, nature of his expertise in specific functional areas, names of companies in which he holds Directorships and Memberships/Chairmanships of Board Committees and relationships amongst Directors inter se as stipulated under Regulation 36 (3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, are provided as an annexure to the notice.

Your Directors recommend above resolution to be passed as a Special Resolution towards re-appointment of Mr. Ashit Pradip Dave as an Executive, Whole Time Director for period of 3 (three) years.

Mr. Ashit Pradip Dave, Mr. Pradip Pushkarrai Dave and Dr. Samir Pradip Dave are deemed to be interested in the above resolution.

ITEM NO. 7

Mr. Mayoor Natubhai Amin (DIN: 00179889), aged about 75 years, was appointed as a Non-Executive Independent Director of the Company for a term of Five years with effect from September 09, 2019. The current term of Mr. Mayoor Natubhai Amin as a Non-Executive, Independent Director is expiring on September 08, 2024. Mr. Mayoor Natubhai Amin, being eligible for re-appointment has offered his candidature for re-appointment as Non-Executive, Independent Director of the Company to hold office for second term with effect from September 09, 2024 to January 07, 2029 and whose office shall not be liable to retire by rotation. In the opinion of the Board and considering the vast experience in manufacturing and marketing of electronic and medical equipment and defence instrumentation, manufacturing and marketing in textiles industry for local and export markets etc., Mr. Mayoor Natubhai Amin fulfills the conditions for his reappointment as an Non-Executive, Independent Director as specified in the Companies Act, 2013 read with the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 17(1A) and 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, your Directors recommend above resolution to be passed as a Special Resolution towards re-appointment of Mr. Mayoor Natubhai Amin (DIN: 00179889) as a Non-Executive, Independent Director. Mr. Mayoor Natubhai Amin and his relatives, if any, may deemed to be interested in the resolutions set out respectively at item No. 7 of this Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors/Key Managerial Personnel of the Company are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

ITEM NO. 8

Mr. Suresh Balashankar Bhatt (DIN: 00512976), aged about 82 years, was appointed as a Non-Executive, Independent Director of the Company for a term of five years with effect from September 09, 2019. The current term of Mr. Suresh Balashankar Bhatt as a Non-Executive, Independent Director is expiring on September 08, 2024. Mr. Suresh Balashankar Bhatt, being eligible for re-appointment has offered his candidature for re-appointment as Non-Executive, Independent Director of the Company to hold office for second term with effect from September 09, 2024 to January 07, 2029 and whose office shall not be liable to retire by rotation. In the opinion of the Board and considering the vast experience of more than 50

years in Agrochemical Industry, Mr. Suresh Balashankar Bhatt fulfills the conditions for his reappointment as a Non-Executive, Independent Director as specified in the Companies Act, 2013 read with the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Suresh Balashankar Bhatt (DIN: 00512976) fulfills the conditions specified in the Companies Act 2013 for his appointment.

Pursuant to Regulation 17(1A) and 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements),

Regulation 2015, your Directors recommend above resolution to be passed as a Special Resolution towards re-appointment of Mr. Suresh Balashankar Bhatt (DIN: 00512976) as a Non-Executive, Independent Director. Mr. Suresh Balashankar Bhatt and his relatives, if any, may be deemed to be interested in the resolutions set out respectively at item No. 8 of this Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

Annexure to Notice

Information of Director seeking re-appointment under Section 152 of the Companies Act, 2013, Regulation 36(3) of the SEBI (Listing Obligations and Requirements) Regulations, 2015 and Secretarial Standard-2

A brief profile and other details of Directors being appointed/re-appointed as required under Securities Exchange Board of India (Listing Obligation & Disclosure Requirements), Regulations, 2015.

Nature of appointment/ Re-appointment	Director liable to retire by rotation seeking reappointment and Director seeking re-appointment on completion of the tenure	Director seeking re-appointment on completion of the tenure	Director seeking re-appointment on completion of the tenure
Name of the Director	Mr. Ashit Pradip Dave	Mr. Pradip Pushkarrai Dave	Dr. Samir Pradip Dave
Director Identification Number	00184760	00184598	00184680
Date of Birth	06/01/1971	19/04/1943	15/01/1967
Age	53 years	81 years	57 years
Date of joining the Board	20/08/1996	12/08/1987	30/05/1995
Qualification	B.Com, MEP-IIM Ahmedabad	B. Sc. (Chemistry) from University of Mumbai	Ph.D. in Synthetic Organic Chemistry, (Bombay University)
Brief Profile/Experience/ Nature of Expertise in Functional Area	<ul style="list-style-type: none"> Business Executive with wide expertise in chemicals and Agrochemicals Industry 	<ul style="list-style-type: none"> More than five decades of experience in the pesticides Industry. Member on the governing body of CHEMTECH. President of the Pesticides Manufacturer and Formulators Association of India (PMFAI). He is on the technical committee and governing body of the Institute of Pesticide Formulation Technology. 	<ul style="list-style-type: none"> Dr. Samir Pradip Dave has wide experience in organic synthesis, research and process development with over 20 years of extensive proficiency in the industry of pesticides. Currently he heads the R&D, production and product development wings of the Company. Dr. Samir Pradip Dave has been instrumental in introducing various new molecules in last decade.
Terms and conditions of appointment/ re-appointment	As per the Ordinary Resolution set forth at Item No. 2 of this Notice and Special Resolution set forth at Item No. 6 of this Notice.	As per the Special Resolution set forth at Item No. 4 of this Notice.	As per the Special Resolution set forth at Item No. 5 of this Notice.

Nature of appointment/ Re-appointment	Director liable to retire by rotation seeking reappointment and Director seeking re-appointment on completion of the tenure	Director seeking re-appointment on completion of the tenure	Director seeking re-appointment on completion of the tenure
Past Remuneration	₹ 5,00,000 per month or an amount not exceeding ₹ 10,00,000/- per month or ₹ 1,20,00,000/- per annum.	₹ 5,00,000 per month or an amount not exceeding ₹ 10,00,000/- per month or ₹ 1,20,00,000/- per annum.	₹ 5,00,000 per month or an amount not exceeding ₹ 10,00,000/- per month or ₹ 1,20,00,000/- per annum.
Remuneration proposed	Monthly remuneration of ₹ 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.	Monthly remuneration of ₹ 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.	Monthly remuneration of ₹ 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.
No. of Board Meetings attended during the financial year 2023-24	4	4	4
Shareholding as on 31.03.2024	3,82,077	9,02,091	3,04,018
Chairpersonship/ Membership of the Committee(s) of Board of Directors of the Company as on date	3 (Member of Audit Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee)	1 (Member of Stakeholders Relationship Committee)	1 (Member of Corporate Social Responsibility Committee)
Directorship in other Companies (excluding Private and Foreign Companies)	<ul style="list-style-type: none"> • Amisco Agro Chem Limited • Aimco Ecoscience Limited 	<ul style="list-style-type: none"> • Amisco AgroChem Limited • Aimco Ecoscience Limited 	<ul style="list-style-type: none"> • Amisco AgroChem Limited • Aimco Ecoscience Limited
Directorships and Committee memberships in other Private companies	<ul style="list-style-type: none"> • Aimco Investments Private Limited • Aurungabad Oil Extraction Company Private Limited • PMFAI Agribusiness Foundation • Aimco KR Agro Private Limited 	<ul style="list-style-type: none"> • Aurungabad Oil Extraction Company Private Limited • Aimco Investments P Ltd 	<ul style="list-style-type: none"> • Aimco Investments P Ltd • Aurungabad Oil Extraction Company Private Limited • Aimco KR Agro Private Limited
Relationships/Pecuniary relationship between Directors interested	Son of Mr. Pradip Pushkarrai Dave and brother of Dr. Samir Pradip Dave. No other pecuniary relationship	Father of Dr. Samir Pradip Dave and Mr. Ashit Pradip Dave. No other pecuniary relationship	Son of Mr. Pradip Pushkarrai Dave and brother of Mr. Ashit Pradip Dave. No other pecuniary relationship

Nature of appointment/ Re-appointment	Independent Director seeking re-appointment on completion of the tenure	Independent Director seeking re-appointment on completion of the tenure
Name of the Director	Mr. Mayoor Natubhai Amin	Mr. Suresh Balashankar Bhatt
Director Identification Number	00179889	00512976
Date of Birth	17/09/1949	18/01/1942
Age	75 years	82 years
Date of joining the Board	08/01/2019	08/01/2019
Qualification	BE (Electrical) from University of Mumbai Masters in Electrical Engineering and Bio Medical Engineering from Ohio State University, USA.	B.Sc (Chemistry)
Brief Profile/Experience/Nature of Expertise in Functional Area:	Mr. Mayoor Natubhai Amin possesses diversified experience of more than 45 years in various areas like manufacturing and marketing of electronic and medical equipment and defence instrumentation, manufacturing and marketing in textiles industry for local and export markets etc. Mr. Mayoor Natubhai Amin had been a president of Bombay Industries Association in the year(s) 1995-96 and Rotary Club of Bombay airport in the year(s) 2013-14. Mr. Mayoor Natubhai Amin was an honorary faculty of BioMedical Engineering at Bhagubhai Polytechnic, for a decade.	Mr. Suresh Balashankar Bhatt possesses the experience of more than 50 years in Agrochemical Industry. Mr. Suresh Balashankar Bhatt is a Managing Director of Dinkal Agro Products Private Limited, a Company that specializes in crop organic nutrition technologies and veterinary supplements. Mr. Suresh Balashankar Bhatt is an esteemed executive leader who has been awarded the Udyog Rattan (1984) and Udyog Shree (1986) by the Government of India for his contributions to the industry. Mr. Suresh Balashankar Bhatt has also served in various capacities on the Pesticides Manufacturer's Association of India (PMIAI), one of India's premier agrochemical associations.
Terms and conditions of appointment/re-appointment	As per the Special Resolution set forth at Item No. 7 of this Notice.	As per the Special Resolution set forth at Item No. 8 of this Notice.
Past Remuneration	Sitting Fees of ₹ 15,000 per meeting (Board and Committees)	Sitting Fees of ₹ 15,000 per meeting (Board and Committees)
Remuneration proposed	Sitting Fees of ₹ 15,000 per meeting (Board and Committees)	Sitting Fees of ₹ 15,000 per meeting (Board and Committees)
No. of Board Meetings attended during the financial year 2023-24	2	1
Shareholding as on 31.03.2024	Nil	Nil
Chairpersonship/Membership of the Committee(s) of Board of Directors of the Company as on date	2 (Member of Audit Committee and Nomination and Remuneration Committee)	1 (Member of Corporate Social Responsibility Committee)

Nature of appointment/ Re-appointment	Independent Director seeking re-appointment on completion of the tenure	Independent Director seeking re-appointment on completion of the tenure
Directorship in other Companies (excluding Private and Foreign Companies)	<ul style="list-style-type: none"> LaTim Life Style and Resorts Limited Epitome Textiles LLP 	Nil
Directorships and Committee memberships in other Private companies	<ul style="list-style-type: none"> Peach Technovations Private Limited Biziverse Private Limited 	<ul style="list-style-type: none"> Caprica Lifetech Private Limited Dinkal Agro Products Private Limited
Relationships/Pecuniary relationship between Directors interested	No pecuniary relationship	No pecuniary relationship

By Order of the Board of Directors
For **AIMCO PESTICIDES LIMITED**

Sd/-

Reema Manoj Vara

ACS No. 71824

Company Secretary and Compliance Officer

Date: August 13, 2024

Place: Mumbai

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,

Lote Parshuram, Village: Awashi,

Taluka: Khed, District: Ratnagiri

415 707, Maharashtra, India.