



**SHREE
RAJASTHAN SYNTEX LTD.**

*Regd. & H.O. : 27-A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur (Raj.)-313001;
M.No. 9314879380*

*Email: cs@srsli.in; Website: www.srsli.in
CIN: L24302RJ1979PLC001948*

(Mills: Village- Udaipura, Simalwara Road, Dungarpur- 314001)

Date: 08/09/2024

To,
Listing And Compliance Department
BSE Limited
25th Floor P. J. Tower,
Dalal Street,
Mumbai- 400 001 Maharashtra.

Dear Sir/Madam,

Sub: Notice of 44th Annual General Meeting of the Company.

Ref: SHREE RAJASTHAN SYNTEX LTD (Scrip Code: 503837)

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the 44th Annual General Meeting of the Shareholders of the Company will be held on **Monday, 30th September, 2024 at 02:00 p.m. at the Registered Office** of the Company situated at 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001, to transact the business as mentioned in the notice of the meeting, attached herewith.

Please take the same on your records.

Thanking You,

FOR, SHREE RAJASTHAN SYNTEX LIMITED

**VIKAS LADIA
MANAGING DIRECTOR & CEO
DIN: 00256289**

Enclosure: Notice of 44th Annual General Meeting.

NOTICE

NOTICE is hereby given that the **44th (Forty-Fourth)** Annual General Meeting (AGM) of the Members of **Shree Rajasthan Syntex Ltd.** will be held on **30th September 2024 (Monday) at 02.00 P.M. IST** at the registered office of the company 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001 to transact the following businesses:

ORDINARY BUSINESS

Item No. 1 - To receive, consider and adopt the audited Balance Sheet as at 31st March 2024, the Statement of Profit and Loss for the year ended on that date together with the schedules thereon, along with the reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS

Item No. 2 - Ratification of Remuneration of the Cost Auditors for the financial year ending on 31st March, 2025.

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

“ **RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit Rules), 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 20,000/- (Rupees Twenty Thousand Only) plus applicable taxes and reimbursement of traveling and out of pocket expenses (at actuals) incurred for the purpose of audit, payable to M/s. K. G. Goyal & Co., Cost Accountants (Firm Registration No.000017) Jaipur, who were re-appointed by the Board of Directors, as “ Cost Auditors” to conduct the audit of the cost records maintained by the Company for financial year ending on 31st March, 2025 be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Item No. 3- To Change the Address of Registered Office of the Company outside the local limits of the city but within the same state:

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

“**RESOLVED THAT** pursuant to the provisions of Section 12 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and any other applicable provisions, including amendments thereto for the time being in force, the consent of the members be and is hereby accorded for shifting of the Registered Office of the company from its present location at **27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001** to its factory premises at **Plot No. 106, Opposite Fire Brigade Station, Syntex Chauraha, Bhicchiwara Road, Dungarpur-314001**, which is outside the local limits of the city but within the same state.

RESOLVED FURTHER THAT Mr. Vikas Ladia, Managing Director and Mr. Anubhav Ladia, Whole Time Director be and is hereby authorized to sign, execute any deeds, documents and file with the Registrar of Companies/Ministry of Corporate Affairs, the required e-form, and any other statutory body, if required, the verification of the situation of the registered office of the company and any other necessary documents.”

Item No. 4- Re-appointment and Approval of Remuneration of Mr. Vikas Ladia (DIN: 00256289) as Managing Director of The Company:

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

“ **RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory

modification or re-enactment thereof for the time being in force) read with schedule V to the Companies Act, 2013 and subject to such consent(s), approval(s) and permission(s) as may be required in this regard from any authority and as agreed by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context by the Board in this behalf), consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Vikas Ladia (DIN: 00256289) as Managing Director of the Company, for a period of 5 (Five) years with effect from June 01st, 2025, liable to retire by rotation and on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and or remuneration as it may deem fit and as may be acceptable to Mr. Vikas Ladia subject to the same not exceeding the limits specified in this special resolution or any supplement approval thereof.

Terms and conditions of Re-appointment and Remuneration:

1) Tenure of Re-appointment:

For a period of 5 years commencing from June 01st, 2025 to May 31st, 2030.

2) Nature of duties:

(a) Subject always for all purpose and in all respects to the provisions of the Act or any statutory modification thereof for the time being in force and applicable to the duties and obligations to be performed and observed and the powers and authorities to be exercised by the Managing Director as such and certain restrictions mentioned in particular and under the General supervision, superintendence and control of the Board of Directors of the Company, the Managing Director shall have the general conduct of the management of business and financial and other affairs of the Company and exercise such powers, authorities and discretions as are hereby conferred upon and vested in him as such, as well by the Articles of Association and/or the Regulations of the Company for the time being in force and/or as may from time to time delegated by the Board, save and such as are specifically reserved to the exercised by the Company in General Meeting or by the Board.

(b) The Managing Director undertakes to employ the best of his skill and ability to make his utmost endeavors to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.

3) Remuneration:

I. BASIC SALARY: Rs. 3,00,000/- per month with effect from 1st June, 2025.

II. PERQUISITES: In addition to above, the following perquisites will be provided to Mr. Vikas Ladia: -

Category (A)

1. Housing: The Company shall provide free furnished residential accommodation and shall bear the actual cost of gas, electricity, water, furnishing and maintenance charges.

2. Medical Expenses Reimbursement: Equal to one month's salary in a year or three months in three years.

3. Leave Travel Concession: For self, wife and dependent children, once in a year to and fro charges from any place on actual basis subject to a ceiling of one month's salary in a year.

4. Personal Accident Insurance: Actual premium on personal accident insurance.

5. Ex gratia in lieu of bonus: @ 8.33% of the basic salary.

Category (B)

In addition to the perquisites, Mr. Vikas Ladia shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law :-

- 1. Contribution to Provident Fund / Superannuation Fund:** Will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.
- a) Company's contribution to Provident Fund:** @ 12% or such other rate as may be applicable to the employees under the Provident Fund Rules adopted by the Company, whichever is higher.

- b) Company's contribution towards pension / superannuation funds:** Such contribution together with contribution towards Provident Fund shall not exceed the permissible limits as laid down in the Income Tax Rules, 1962.
- 2. Gratuity:** The gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- 3. Leave and Leave Encashment:** As per rules of the company not exceeding one month leave for every year of service and will not be included in the computation of limits.

Category (C)

1. Conveyance & Telephone: Provision of use of car and telephone at the residence for the company's business will not be considered as perquisites. Personal calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Vikas Ladia.

2. Reimbursement of Expenses: Apart from the remuneration as aforesaid, Mr. Vikas Ladia shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.

3. Sitting Fee etc.: No sitting fee shall be paid to Mr. Vikas Ladia for attending the meetings of Board of Directors or any committee thereof.

4. Payment of Life Insurance Premium: Life Insurance Premium shall be payable in respect of only insurance of life on the actual basis by the company.

5. Payment of Premium of the Mediclaim Policy: Premium paid towards Mediclaim Policy for self, wife and dependent children shall be payable on actual basis by the Company. Where in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Vikas Ladia, Managing Director and Chief Executive Officer in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

Other Terms & Conditions :

1. Mr. Vikas Ladia will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.
2. Either party may terminate the agreement by giving the other party six-month's prior notice in writing to that effect. If at any time Mr. Vikas Ladia ceases to be Director of the company for any reason whatsoever, he shall cease to be Managing Director & Chief Executive Officer of the Company.
3. The terms & conditions as above including remuneration, may be altered / varied from time to time by the Board of Directors as it may, in its absolute discretion, deem fit within the maximum amount payable to the appointee in accordance with Schedule V annexed to the Act, as may be amended from time to time or any other relevant Statutory enactment(s) thereof in this regard, subject to that the same does not exceed the ceiling as provided in the said resolution.
4. He shall be liable to retire by rotation.

Apart from the above-mentioned details, the below mentioned terms and conditions have been entered into between the Company and the Managing Director;

(a) The Managing Director is also required to adhere with the Code of Conduct, intellectual property, non-competition, no conflict of interest with the Company and maintenance of confidentiality.

(b) The Managing Director hereby covenant that during his tenure of office as such, he shall not be interested or otherwise concerned directly, or through his spouse and/or minor children, in any selling agency of the Company, without the prior approval thereto, AND THAT upon the contravention of this provision, his appointment as Managing Director shall cease.

(c) The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice in the following circumstances;

- if the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company for which he is required to render services; or

- in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by the Managing Director of any of the stipulations to be executed between the Company and the Managing Director; or
- in the event the Board expresses its loss of confidence in the Managing Director.
- In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
- Up on the termination by whatever means of the Managing Director's employment;
 1. the Managing Director shall immediately tender his resignation from offices held by him in any subsidiaries and associated companies and other entities without claim for compensation for loss of office and in the event of his failure to do so the Company is hereby irrevocably authorized to appoint some person in his name and on his behalf to sign and deliver such resignation or resignations to the Company and to each of the subsidiaries and associated companies of which the Managing Director is at the material time a Director or other officer;
 2. the Managing Director shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the Subsidiaries or associated companies.
 3. The Managing Director's re-appointment is by virtue of his employment in the Company and his re-appointment shall be subject to the provisions of Section 167 of the Act.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation to Schedule V of the Act, the Board of Directors of the Company be and is hereby authorised to vary or increase the remuneration including salary, commission, perquisites, allowances, etc. within such prescribed limit subject to that the same does not exceed the ceiling as provided in the said resolution and the said terms of re-appointment of Mr. Vikas Ladia as Managing Director of the company, be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members / shareholders of the Company in the general meeting.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, any of the director of the company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

Item No. 5- Re-appointment and Approval of Remuneration of Mr. Anubhav Ladia (DIN: 00168312) as Whole-Time Director of The Company:

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

“ **RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof for the time being in force) read with schedule V to the Companies Act, 2013 and subject to such consent(s), approval(s) and permission(s) as may be required in this regard from any authority and as agreed by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context by the Board in this behalf), consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Anubhav Ladia (DIN: 00168312) as Whole Time Director of the Company, for a period of 5 (Five) years with effect from June 01st 2025 liable to retire by rotation and on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and or remuneration as it may deem fit and as may be acceptable to Mr. Anubhav Ladia subject to the same not exceeding the limits specified in this special resolution or any supplement approval thereof.

Terms and conditions of Re-appointment and Remuneration:

1) Tenure of Re-appointment:

For a period of 5 years commencing from today i.e., from June 01st, 2025 to May 31st 2030.

2) Nature of duties:

(a) Subject always for all-purpose and in all respects to the provisions of the Act or any statutory modification thereof for the time being in force and applicable to the duties and obligations to be performed and observed and the powers and authorities to be exercised by the Whole-time Director as such and certain restrictions mentioned in particular and under the General supervision, superintendence and control of the Board of Directors of the Company, the Whole-time Director shall have the general conduct of the management of business and financial and other affairs of the Company and exercise such powers, authorities and discretions as are hereby conferred upon and vested in his as such, as well by the Articles of Association and/or the Regulations of the Company for the time being in force and/or as may from time to time delegated by the Board, save and such as are specifically reserved to the exercised by the Company in General Meeting or by the Board.

(b) The Whole-time Director undertakes to employ the best of his skill and ability to make his utmost endeavors to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.

3) Remuneration:

I. BASIC SALARY: Rs. 3,50,000/- per month with effect from 1st June, 2025.

II. PERQUISITES: In addition to above, the following perquisites not exceeding the overall ceiling prescribed under Schedule V, annexed to the Act will be provided to Mr. Anubhav Ladia: -

Category (A)

1. Housing: The Company shall provide free furnished residential accommodation and shall bear the actual cost of gas, electricity, water, furnishing and maintenance charges.

2. Medical Expenses Reimbursement: Equal to one month's salary in a year or three months in three years.

3. Leave Travel Concession: For self, wife and dependent children, once in a year to and fro charges from any place on actual basis subject to a ceiling of one month's salary in a year.

4. Personal Accident Insurance: Actual premium on personal accident insurance.

5. Ex gratia in lieu of bonus: @ 8.33% of the basic salary.

Category (B)

In addition to the perquisites, Mr. Anubhav Ladia shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law :-

1. Contribution to Provident Fund / Superannuation Fund: Will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.

a. Company's contribution to Provident Fund: @ 12% or such other rate as may be applicable to the employees under the Provident Fund Rules adopted by the Company, whichever is higher.

b. Company's contribution towards pension / superannuation funds: Such contribution together with contribution towards Provident Fund shall not exceed the permissible limits as laid down in the Income Tax Rules, 1962.

2. Gratuity: The gratuity payable at a rate not exceeding half a month' s salary for each completed year of service.

3. Leave and Leave Encashment: As per rules of the company not exceeding one month leave for every year of service and will not be included in the computation of limits.

Category (C)

1. Conveyance & Telephone: Provision of use of car and telephone at the residence for the company's business will not be considered as perquisites. Personal calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Anubhav Ladia.

2. Reimbursement of Expenses: Apart from the remuneration as aforesaid, Mr. Anubhav Ladia shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.

3. Sitting Fee etc.: No sitting fee shall be paid to Mr. Anubhav Ladia for attending the meetings of Board of Directors or any committee thereof.

4. Payment of Life Insurance Premium: Life Insurance Premium shall be payable in respect of only insurance of life on the actual basis by the company.

5. Payment of Premium of the Medclaim Policy: Premium paid towards Medclaim Policy for self, wife and dependent children shall be payable on actual basis by the Company.

Where in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Anubhav Ladia, Whole Time Director in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

Other Terms & Conditions: -

1. Mr. Anubhav Ladia will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.

2. Either party may terminate the agreement by giving the other party six-month's prior notice in writing to that effect. If at any time Mr. Anubhav Ladia ceases to be Director of the company for any reason whatsoever, he shall cease to be Whole Time Director of the Company.

3. The terms & conditions as above including remuneration, may be altered / varied from time to time by the Board of Directors as it may, in its absolute discretion, deem fit within the maximum amount payable to the appointee in accordance with Schedule V annexed to the Act, as may be amended from time to time or any other relevant Statutory enactment(s) thereof in this regard, subject to that the same does not exceed the ceiling as provided in the said resolution.

4. He shall be liable to retire by rotation.

Apart from the above-mentioned details, the below mentioned terms and conditions have been entered into between the Company and the Whole-Time Director;

(a) The Whole-Time Director is also required to adhere with the Code of Conduct, intellectual property, non-competition, no conflict of interest with the Company and maintenance of confidentiality.

(b) The Whole-Time Director hereby covenant that during his tenure of office as such, he shall not be interested or otherwise concerned directly, or through his spouse and/or minor children, in any selling agency of the Company, without the prior approval thereto, AND THAT upon the contravention of this provision, his re-appointment as Whole-Time Director shall cease.

(c) The employment of the Whole-time Director may be terminated by the Company without notice or payment in lieu of notice in the following circumstances;

- if the Whole-time Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company for which he is required to render services; or
- in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by the Whole-time Director of any of the stipulations to be executed between the Company and the Whole-time Director; or
- in the event the Board expresses its loss of confidence in the Whole-time Director.

- In the event the Whole-time Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
 - Up on the termination by whatever means of the Whole-time Director's employment;
4. the Whole-time Director shall immediately tender his resignation from offices held by him in any subsidiaries and associated companies and other entities without claim for compensation for loss of office and in the event of his failure to do so the Company is hereby irrevocably authorised to appoint some person in his name and on his behalf to sign and deliver such resignation or resignations to the Company and to each of the subsidiaries 'and associated companies of which the Whole-time Director is at the material time a Director or other officer;
 5. the Whole-time Director shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the Subsidiaries or associated companies.
 6. The Whole-time Director's re-appointment is by virtue of his employment in the Company and his re-appointment shall be subject to the provisions of Section 167 of the Act.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation to Schedule V of the Act, the Board of Directors of the Company be and is hereby authorised to vary or increase the remuneration including salary, commission, perquisites, allowances, etc. within such prescribed limit subject to that the same does not exceed the ceiling as provided in the said resolution and the said terms of re-appointment of Mr. Anubhav Ladia as Whole Time Director of the company, be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members / shareholders of the Company in the general meeting.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, any of the director of the company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

Date: September 06th, 2024
Place: Udaipur
Registered Office: 27-A, First Floor, Meera
Nagar, Housing Board Colony,
Udaipur - 313001, Rajasthan

By Order of the Board of Directors
For Shree Rajasthan Syntex Ltd.
Sd/-
Mr. Rahul Bolia
(Company Secretary & Compliance Officer)
Membership No. A62766

NOTES

1. The register of members and share transfer books shall remain closed from Tuesday September 24, 2024 to Monday, September 30, 2024 (Both days inclusive) for the Annual General Meeting.
2. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013, in respect to Special Businesses of the accompanying Notice is annexed hereto.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy so appointed need not be a member of the company.
4. Proxies in order to be effective must be received at the Company' s Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, Trusts, etc., must be backed by appropriate resolution / authority as applicable, issued on behalf of the nominating organization.
5. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

6. A proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on poll.
7. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. For convenience of members, an attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto. Members are requested to affix their signature at the space provided and hand over the attendance slip at the place of meeting. The proxy of a member should mark on the attendance slip as ' proxy' .
8. Members desiring any information as regards to the accounts are requested to write to the Company 10 days before the meeting so as to enable the management to keep the information ready at the meeting.
9. Relevant documents referred to in the Notice, statutory registers will be available for inspection by the members at the Registered Office of the Company during normal business hours between 11:00 am to 2:00 pm on all working days except Saturday and Sunday up to the date of the Annual General Meeting.
10. In compliance with the provisions of Section 108 of the Companies Act and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any Statutory Modification or re-enactment thereof for the time being in force), the Company is providing e-Voting facility in addition to the poll voting for the Annual General Meeting.
11. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2024 is uploaded on the Company' s website <https://www.srsl.in/> and can be accessed by the members from there.
12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration) Rules, 2014, which allows the companies to send documents including annual reports and other intimation by an email. Therefore, members are requested to register their email IDs with the Registrar and Transfer Agent of the Company. The Company is already having email ID of the members holding their shares in Demat through their respective depository participants. The said email ID shall be considered as registered email ID for the said members unless informed otherwise to the company or Registrar and Transfer Agent.
13. All shareholders are requested to dematerialize their shareholding immediately as The Securities and Exchange Board of India (SEBI) has mandated the transfer of shares only in demat mode.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company' s Registrar and Share Transfer Agent,

Mas Services Limited,

T-34 IInd Floor
Okhla Industrial Area,
Phase-II New Delhi 110020.
Investor Grievance Email : info@masserv.com

15. Members are requested to address all correspondence pertaining to their securities mentioning either the Folio Number/Client ID or DP ID numbers, as applicable, including any change of address, e-mail if any, to the Registrar and Transfer Agent of the Company viz.:

Mas Services Limited,

T-34 IInd Floor
Okhla Industrial Area,
Phase-II New Delhi 110020.
Investor Grievance Email : info@masserv.com

16. Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company' s Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
17. The facility for voting through poll paper shall be made available at the venue of the meeting and members attending the meeting shall be able to exercise their right at the meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote. The voting rights of Members shall be in the proportion of their shareholding in the Company as on Cut-off Date.

The Company has appointed Mr. Himanshu Surendrakumar Gupta of M/s. Himanshu S K Gupta & Associates, Practicing Company Secretary, as the Scrutinizer, to scrutinize the entire voting process in a fair and transparent manner.

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

The remote e-voting period begins on Friday, September 27, 2024 at 09:00 A.M. and ends on Sunday, September 29, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, September 23, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, September 23, 2024.

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.	<p>Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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.nsd.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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>

	<p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> 
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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.</p> <p>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.</p> <p>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.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<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.com or call at 022 - 4886 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. 1800-21-09911

B) Login Method for e-Voting 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***
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5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
- (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'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- 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.
 - [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies " EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select " EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on " Submit" and also " Confirm" when prompted.
- Upon confirmation, the message " Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 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 himanshugupta@live.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the " [Forgot User Details/Password?](#)" or " [Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.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@srsi.in
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@srsi.in. If you are an Individual shareholder 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.com 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 Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Instructions:

- a. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer' s Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
- b. The result declared along with the Scrutinizer' s Report shall be placed on the Company' s website- www.srsi.in and on the website of NSDL immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (" THE ACT")

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (' Act'), given hereunder sets out material facts relating to the special businesses mentioned in the accompanying Notice dated 03rd September, 2024.

Item No. 2

The Board in its meeting held on 05th September 2024, on the basis of recommendation of the Audit

Committee, has approved the re-appointment and recommended remuneration of Cost Auditor, M/s. K. G. Goyal & Co., Cost Accountants (Firm Registration No.000017) Jaipur to conduct the audit of the cost records maintained by the Company for financial year ending on 31st March, 2025.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of The Companies (Audit and Auditors) Rules, 2014 and The Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the remuneration payable to the Cost Auditors amounting to Rs. 20,000/- (Rupees Twenty Thousand Only) plus applicable taxes and reimbursement of traveling and out of pocket expenses (at actuals) incurred for the purpose of audit, as recommended by the Audit Committee and approved by the Board of Directors, is subject to the ratification by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item no. 2 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending on 31st March, 2025.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, in the resolution set out at Item no. 2 of the Notice, except to the extent of their shareholding in the company.

The Board recommends the Ordinary Resolution set out at Item no. 2 of the Notice for approval by the members.

Item No. 3

The registered office of the company is presently situated at 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001. With a view to improve operational efficiency of the company, the Board of Directors is proposing the shifting of the registered office of the company to its **Factory Premises at Plot No. 106, Opposite Fire Brigade Station, Syntex Chauraha, Bhicchiwara Road, Dungarpur-314001, Rajasthan.**

In accordance with the provisions of Section 12 (5) of the Companies Act, 2013, except on the authority of a special resolution passed by a company, the registered office of the company shall not be changed outside the local limits of any city, town or village where such office is situated.

Accordingly, consent of the members of the company is sought for passing a Special Resolution as set out above.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, in the resolution set out at Item no. 3 of the Notice, except to the extent of their shareholding in the company.

The Board recommends the Ordinary Resolution set out at Item no. 3 of the Notice for approval by the members.

Item No. 4

Mr. Vikas Ladia is 50 years old, has 27 years of experience in the field of textiles. He is a Computer Engineer and is an expert on Textile machineries and synthetic yarn production. He has a rich Plant level working experience. He has been heading the Dungarpur Plant of the Company since 20 years. Presently, heading and managing the operations of Dungarpur Plant of the Company.

Mr. Vikas Ladia is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Accordingly, the Board recommends the resolution in relation to re-appointment of Mr. Vikas Ladia as Managing Director, and approval of his remuneration for the approval of the shareholders of the Company by special resolution.

Except Mr. Anubhav Ladia, Whole-time Director of the company and brother of Mr. Vikas Ladia and their relatives, no other Director or KMP is related to this resolution, except to the extent of their shareholding in the company.

Nature of duties:

- Subject always for all purpose and in all respects to the provisions of the Act or any statutory modification thereof for the time being in force and applicable to the duties and obligations to be performed and observed and the powers and authorities to be exercised by the Managing Director as such and certain restrictions mentioned in particular and under the General supervision, superintendence and control of the Board of Directors of the Company, the Managing Director shall have the general conduct of the management of business and financial and other affairs of the Company and exercise such powers, authorities and discretions as are hereby conferred upon and vested in him as such, as well by the Articles of Association and for the Regulations of the Company for the time being in force and/or as may from time to time delegated by the Board, save and such as are specifically reserved to the exercised by the Company in General Meeting or by the Board.
- The Managing Director undertakes to employ the best of his skill and ability to make his utmost endeavors to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.

The principal terms and conditions of re-appointment of Mr. Vikas Ladia as Managing Director are as follows:

Remuneration:

- I. **BASIC SALARY:** Rs. 3,00,000/- per month with effect from 1st June, 2025.
- II. **PERQUISITES:** In addition to above, the following perquisites will be provided to Mr. Vikas Ladia: -

Category (A)

- 1. Housing:** The Company shall provide free furnished residential accommodation and shall bear the actual cost of gas, electricity, water, furnishing and maintenance charges.
- 2. Medical Expenses Reimbursement:** Equal to one month's salary in a year or three months in three years.
- 3. Leave Travel Concession:** For self, wife and dependent children, once in a year to and fro charges from any place on actual basis subject to a ceiling of one month's salary in a year.
- 4. Personal Accident Insurance:** Actual premium on personal accident insurance.
- 5. Ex gratia in lieu of bonus:** @ 8.33% of the basic salary.

Category (B)

In addition to the perquisites, Mr. Vikas Ladia shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law :-

- 1. Contribution to Provident Fund / Superannuation Fund:** Will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.
 - a) Company's contribution to Provident Fund:** @ 12% or such other rate as may be applicable to the employees under the Provident Fund Rules adopted by the Company, whichever is higher.
 - b) Company's contribution towards pension / superannuation funds:** Such contribution together with contribution towards Provident Fund shall not exceed the permissible limits as laid down in the Income Tax Rules, 1962.
- 2. Gratuity:** The gratuity payable at a rate not exceeding half a month' s salary for each completed year of service.

3. Leave and Leave Encashment: As per rules of the company not exceeding one month leave for every year of service and will not be included in the computation of limits.

Category (C)

1. Conveyance & Telephone: Provision of use of car and telephone at the residence for the company's business will not be considered as perquisites. Personal calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Vikas Ladia.

2. Reimbursement of Expenses: Apart from the remuneration as aforesaid, Mr. Vikas Ladia shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.

3. Sitting Fee etc.: No sitting fee shall be paid to Mr. Vikas Ladia for attending the meetings of Board of Directors or any committee thereof.

4. Payment of Life Insurance Premium: Life Insurance Premium shall be payable in respect of only insurance of life on the actual basis by the company.

5. Payment of Premium of the Mediciam Policy: Premium paid towards Mediciam Policy for self, wife and dependent children shall be payable on actual basis by the Company. Where in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Vikas Ladia, Managing Director in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

Apart from the above-mentioned details, the below mentioned terms and conditions have been entered into between the Company and the Managing Director;

1. The Managing Director is also required to adhere with the Code of Conduct, intellectual property, non-competition, no conflict of interest with the Company and maintenance of confidentiality.
2. The Managing Director hereby covenant that during his tenure of office as such, he shall not be interested or otherwise concerned directly, or through his wife and/or minor children, in any selling agency of the Company, without the prior approval thereto, AND THAT upon the contravention of this provision, his re-appointment as Managing Director shall cease.
3. The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice;
 - a. If the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company for which he is required to render services; or
 - b. In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by the Managing Director of any of the stipulations to be executed between the Company and the Managing Director; or
 - c. In the event the Board expresses its loss of confidence in the Managing Director.
 - d. In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
4. Up on the termination by whatever means of the Managing Director's employment;
 - The Managing Director shall immediately tender his resignation from offices held by him in any subsidiaries and associated companies and other entities without claim for compensation for loss of office and in the event of his failure to do so the Company is hereby irrevocably authorised to appoint some person in his name and on his behalf to sign and deliver such resignation or resignations to the Company and to each of the subsidiaries 'and associated companies of which the Managing Director is at the material time a Director or other officer;
 - The Managing Director shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the Subsidiaries or associated companies.
 - The Managing Director's re-appointment is by virtue of his employment in the Company and his re-appointment shall be subject to the provisions of Section 167 of the Act.

The relevant details as required under Schedule V to the Companies Act, 2013 are provided hereunder;

A. General Information

1. Nature of Industry:

The company is into the business of manufacturing of Synthetic Grey Yarn, Dyed Yarn, Cotton Yarn and Polypropylene Multifilament Yarn.

2. Date or expected date of commencement of commercial production:

The Company was incorporated on 15/11/1979 under the Companies Act, 1956 and the business was commenced since then.

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

4. Financial performance of the Company for F.Y. 2023-24 based on given indicators:

Sr. No.	Particulars	(Rs. in lakhs)
1.	Income for the year	3734.75
2	Profit before Interest, Depreciation and Tax	10856.72
3	Finance Charges	168.03
4	Depreciation	190.92
5	Profit before Taxes	11215.67
6	Provisions for Taxation/ Deferred Tax	0
7	Net Profit/(Loss) for the Current Year	11215.67

5. Foreign investments or collaborations, if any: N.A.

6. Information about the appointee:

Mr. Vikas Ladia is 50 years, holds a degree in B. Tech in Computer Engineering from Manipal Institute of Technology, Manipal. He is currently Managing Director and Chief Executive Officer (" MD & CEO") of the Company and currently the overall in charge of technical and commercial aspects of the Company as a Managing Director of the company. Under his supervision two divisions were established, namely, Shree Rajasthan Texchem and Shree Rajasthan Polycot.

Past remuneration:

Mr. Vikas Ladia has drawn Rs. 57,62,797/- (Rupees Fifty-Seven Lakhs Sixty-Two Thousand Seven Hundred Ninty-Seven only) as remuneration from the company for the financial year 2023-2024.

Recognition or awards:

Mr. Vikas Ladia has represented various Associations and Organizations. He was Chairman of the Young Entrepreneur Group, at Confederation of Indian Textile Industry, New Delhi from 2005-2007.

Job profile and his suitability:

Mr. Vikas Ladia is 50 years old, holds a degree in B. Tech in Computer Engineering from Manipal Institute of Technology, Manipal. He is currently Managing Director and Chief Executive Officer (" MD & CEO") of the Company and currently the overall incharge of technical and commercial aspects of the Company as a Managing Director of the company. Under his supervision two divisions were established, namely, Shree Rajasthan Texchem and Shree Rajasthan Polycot.

Remuneration proposed:

I. BASIC SALARY: Rs. 3,00,000/- per month with effect from 1st June, 2025.

II. PERQUISITES: In addition to above, the following perquisites will be provided to Mr. Vikas Ladia: -

Category (A)

1. Housing: The Company shall provide free furnished residential accommodation and shall bear the actual cost of gas, electricity, water, furnishing and maintenance charges.

2. Medical Expenses Reimbursement: Equal to one month's salary in a year or three months in three years.

3. Leave Travel Concession: For self, wife and dependent children, once in a year to and fro charges from any place on actual basis subject to a ceiling of one month's salary in a year.

4. Personal Accident Insurance: Actual premium on personal accident insurance.

5. Ex gratia in lieu of bonus: @ 8.33% of the basic salary.

Category (B)

In addition to the perquisites, Mr. Vikas Ladia shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law :-

1. Contribution to Provident Fund / Superannuation Fund: Will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.

a) **Company's contribution to Provident Fund:** @ 12% or such other rate as may be applicable to the employees under the Provident Fund Rules adopted by the Company, whichever is higher.

b) **Company's contribution towards pension / superannuation funds:** Such contribution together with contribution towards Provident Fund shall not exceed the permissible limits as laid down in the Income Tax Rules, 1962.

2. Gratuity: The gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

3. Leave and Leave Encashment: As per rules of the company not exceeding one month leave for every year of service and will not be included in the computation of limits.

Category (C)

1. Conveyance & Telephone: Provision of use of car and telephone at the residence for the company's business will not be considered as perquisites. Personal calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Vikas Ladia.

2. Reimbursement of Expenses: Apart from the remuneration as aforesaid, Mr. Vikas Ladia shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.

3. Sitting Fee etc.: No sitting fee shall be paid to Mr. Vikas Ladia for attending the meetings of Board of Directors or any committee thereof.

4. Payment of Life Insurance Premium: Life Insurance Premium shall be payable in respect of only insurance of life on the actual basis by the company.

5. Payment of Premium of the Mediciam Policy: Premium paid towards Mediciam Policy for self, wife and dependent children shall be payable on actual basis by the Company. Where in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Vikas Ladia, Managing Director and Chief Executive Officer in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

Taking into consideration the size of the Company, the profile of Mr. Vikas Ladia, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Mr. Vikas Ladia holds directorship of the company and has 5,24,365 equity shares of the company which amounts to 3.83%. Further, Mr. Anubhav Ladia, Whole-time Director of the company is brother of Mr. Vikas Ladia.

Other Information:

- (1) Reasons of loss or inadequate profits: The company has registered decent amount of profits and thus, this clause is not applicable.
- (2) Steps taken or proposed to be taken for improvement: NA.
- (3) Expected increase in productivity and profits in measurable terms: Company is expecting approximately 20% increment in the net profit of the company in the next 1-2 years.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the members for their approval as special resolution. Further, the approval of the Members for the remuneration proposed herein above shall be valid for a period of 5 years w.e.f. June 01st 2025. The Board recommends this Special resolution for the approval of the Shareholders.

Information about the directors who are proposed to be appointed at the 44th Annual General Meeting as per Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-II Secretarial Standard on general meetings issued by the Institute of Company Secretaries of India forming part of the notice convening the Extra Ordinary general meeting of the company.

Particulars	VIKAS LADIA
Director Identification Number.	00256289
Date of Birth	07/01/1974
Age.	50 yrs
Educational Qualification.	B. Tech in Computer Engineering
Experience (No. of Years)	More than 27 Yrs.
Business field in which Experience.	Textile
Date of Appointment as Director in the Company.	15/01/2001
Directorship held in any other Company.	Nil
Member of any Committees of the Directors in the Company.	1. Audit Committee 2. Stakeholders Relationship Committee
Member of any committees of the Directors in other Companies with names of the Company.	Nil
Member of any Trade Association/ Charitable Organization/ NGOs etc.	Nil
Shareholding in Company as on March 07, 2024	5,24,365 equity shares
Remuneration paid or sought to be paid	Basic Salary Not exceeding Rs. 3,50,000/- (Rupees Three Lakh Fifty Thousand only) per month excluding perquisites.

Relationship with other Directors/KMPs	Mr. Anubhav Ladia, Whole-time Director of the company is the brother of Mr. Vikas Ladia.
No. of meetings attended during the year	9 out of 9 meetings

Item No. 5

Mr. Anubhav Ladia is 47 years old, and possess 21 years of experience in the Textile. Further, He is a Chartered Accountant having sound experience in finance field. He is presently located at the Head Office, as in-charge of financial and commercial aspects of the Company and has an overall experience of 20 years in the textile industry.

Mr. Anubhav Ladia is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Accordingly, the Board recommends the resolution in relation to re-appointment of Mr. Anubhav Ladia as Whole-time Director, for the approval of the shareholders of the Company by special resolution.

Except Mr. Vikas Ladia, Managing Director of the company and brother of Mr. Anubhav Ladia and their relatives, no other Director or KMP is related to this resolution, except to the extent of their shareholding in the company.

Nature of duties:

- Subject always for all purpose and in all respects to the provisions of the Act or any statutory modification thereof for the time being in force and applicable to the duties and obligations to be performed and observed and the powers and authorities to be exercised by the Whole-time Director as such and certain restrictions mentioned in particular and under the General supervision, superintendence and control of the Board of Directors of the Company, the Whole-time Director shall have the general conduct of the management of business and financial and other affairs of the Company and exercise such powers, authorities and discretions as are hereby conferred upon and vested in his as such, as well by the Articles of Association and for the Regulations of the Company for the time being in force and/or as may from time to time delegated by the Board, save and such as are specifically reserved to the exercised by the Company in General Meeting or by the Board.
- The Whole-time Director undertakes to employ the best of his skill and ability to make his utmost endeavors to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.

The principal terms and conditions of re-appointment of Mr. Anubhav Ladia as Whole-time Director are as follows:

Remuneration:

I. BASIC SALARY: Rs. 3,50,000/- per month with effect from 1st June, 2025.

II. PERQUISITES: In addition to above, the following perquisites not exceeding the overall ceiling prescribed under Schedule V, annexed to the Act will be provided to Mr. Anubhav Ladia: -

Category (A)

1. Housing: The Company shall provide free furnished residential accommodation and shall bear the actual cost of gas, electricity, water, furnishing and maintenance charges.

2. Medical Expenses Reimbursement: Equal to one month's salary in a year or three months in three years.

3. Leave Travel Concession: For self, wife and dependent children, once in a year to and from charges from any place on actual basis subject to a ceiling of one month's salary in a year.

4. Personal Accident Insurance: Actual premium on personal accident insurance.

5. Ex gratia in lieu of bonus: @ 8.33% of the basic salary.

Category (B)

In addition to the perquisites, Mr. Anubhav Ladia shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law :-

- 1. Contribution to Provident Fund / Superannuation Fund:** Will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.
 - a. Company's contribution to Provident Fund:** @ 12% or such other rate as may be applicable to the employees under the Provident Fund Rules adopted by the Company, whichever is higher.
 - b. Company's contribution towards pension / superannuation funds:** Such contribution together with contribution towards Provident Fund shall not exceed the permissible limits as laid down in the Income Tax Rules, 1962.
- 2. Gratuity:** The gratuity payable at a rate not exceeding half a month' s salary for each completed year of service.
- 3. Leave and Leave Encashment:** As per rules of the company not exceeding one month leave for every year of service and will not be included in the computation of limits.

Category (C)

- 1. Conveyance & Telephone:** Provision of use of car and telephone at the residence for the company's business will not be considered as perquisites. Personal calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Anubhav Ladia.
- 2. Reimbursement of Expenses:** Apart from the remuneration as aforesaid, Mr. Anubhav Ladia shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.
- 3. Sitting Fee etc.:** No sitting fee shall be paid to Mr. Anubhav Ladia for attending the meetings of Board of Directors or any committee thereof.
- 4. Payment of Life Insurance Premium:** Life Insurance Premium shall be payable in respect of only insurance of life on the actual basis by the company.
- 5. Payment of Premium of the Medclaim Policy:** Premium paid towards Medclaim Policy for self, wife and dependent children shall be payable on actual basis by the Company.

Where in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Anubhav Ladia, Whole Time Director in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

Apart from the above-mentioned details, the below-mentioned terms and conditions have been entered into between the Company and the Whole-time Director;

1. The Whole-time Director is also required to adhere with the Code of Conduct, intellectual property, non-competition, no conflict of interest with the Company and maintenance of confidentiality.
2. The Whole-time Director hereby covenant that during his tenure of office as such, he shall not be interested or otherwise concerned directly, or through his spouse and/or minor children, in any selling agency of the Company, without the prior approval thereto, AND THAT upon the contravention of this provision, his re-appointment as WHOLETIME Director shall cease.
3. The employment of the Whole-time Director may be terminated by the Company without notice or payment in lieu of notice;
 - a. If the Whole-time Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company for which he is required to render services; or

- b. in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by the Whole-time Director of any of the stipulations to be executed between the Company and the Whole-time Director; or
- c. in the event the Board expresses its loss of confidence in the Whole-time Director.
- d. In the event the Whole-time Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
4. Up on the termination by whatever means of the Whole-time Director's employment;
- The Whole-time Director shall immediately tender his resignation from offices held by his in any subsidiaries and associated companies and other entities without claim for compensation for loss of office and in the event of his failure to do so the Company is hereby irrevocably authorised to appoint some person in his name and on his behalf to sign and deliver such resignation or resignations to the Company and to each of the subsidiaries 'and associated companies of which the Whole-time Director is at the material time a Director or other officer;
 - The Whole-time Director shall not without the consent of the Company at any time thereafter represent herself as connected with the Company or any of the Subsidiaries or associated companies.
 - The Whole-time Director's re-appointment is by virtue of his employment in the Company and his re-appointment shall be subject to the provisions of Section 167 of the Act.

The relevant details as required under Schedule V to the Companies Act, 2013 are provided hereunder;

J. General Information

1. Nature of Industry:

The company is into the business of manufacturing of Synthetic Grey Yarn, Dyed Yarn, Cotton Yarn and Polypropylene Multifilament Yarn.

2. Date or expected date of commencement of commercial production:

The Company was incorporated on 15/11/1979 under the Companies Act, 1956 and the business was commenced since then.

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

4. Financial performance of the Company for F.Y. 2023-24 based on given indicators:

Sr. No.	Particulars	(Rs. in lakhs)
1	Income for the year	3734.75
2	Profit before Interest, Depreciation and Tax	10856.72
3	Finance Charges	168.03
4	Depreciation	190.92
5	Profit before Taxes	11215.67
6	Provisions for Taxation/ Deferred Tax	0
7	Net Profit/(Loss) for the Current Year	11215.67

7. Foreign investments or collaborations, if any: N.A.

8. Information about the appointee:

Mr. Anubhav Ladia, aged 47 years, is Whole Time Director (“ WTD”) of the Company holds a degree in B.Com (Hons) from Shree Ram College of Commerce, New Delhi in 1998. He Completed CA from Institute of Chartered Accountants of India, New Delhi & Articleship from M/s. S.R. Batliboi & Co., New Delhi. He joined the company in January 2002 as Special Executive. Currently, he is working as Whole Time Director of the Company and looking after the financial and commercial aspects of the Company.

Past remuneration:

Mr. Anubhav Ladia has drawn Rs. 39,12,485/- (Rupees Thirty-Nine Lakhs Twelve Thousand Four Hundred Eighty-five only) in total as remuneration from the company for the financial year 2023-2024.

Recognition or awards:

Mr. Anubhav Ladia has represented the Company in various Textile forums including the Confederation of Indian Textile Industry (CITI). He is also an active member of Global Networking Group, etc.

Job profile and his suitability:

Mr. Anubhav Ladia Being Whole Time Director (“ WTD”), he was looking after the financial and commercial aspects of the group including all corporate affairs of the group subject to superintendence, control and direction of the management Taking into account his qualifications, experience and the responsibilities placed on him as Whole Time Director of the Company and in view of his contribution to the Company since his appointment, the Board considers his remuneration to be in the best interest of the Company.

Remuneration proposed:

I. BASIC SALARY: Rs. 3,50,000/- per month with effect from 1st June, 2025.

II. PERQUISITES: In addition to above, the following perquisites not exceeding the overall ceiling prescribed under Schedule V, annexed to the Act will be provided to Mr. Anubhav Ladia, Whole Time Director: -

Category (A)

- 1. Housing:** The Company shall provide free furnished residential accommodation and shall bear the actual cost of gas, electricity, water, furnishing and maintenance charges.
- 2. Medical Expenses Reimbursement:** Equal to one month's salary in a year or three months in three years.
- 3. Leave Travel Concession:** For self, wife and dependent children, once in a year to and from charges from any place on actual basis subject to a ceiling of one month's salary in a year.
- 4. Personal Accident Insurance:** Actual premium on personal accident insurance.
- 5. Ex gratia in lieu of bonus:** @ 8.33% of the basic salary.

Category (B)

In addition to the perquisites, Mr. Anubhav Ladia shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law: -

- 1. Contribution to Provident Fund / Superannuation Fund:** Will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.
 - a. Company's contribution to Provident Fund:** @ 12% or such other rate as may be applicable to the employees under the Provident Fund Rules adopted by the Company, whichever is higher.
 - b. Company's contribution towards pension / superannuation funds:** Such contribution together with contribution towards Provident Fund shall not exceed the permissible limits as laid down in the Income Tax Rules, 1962.

2. **Gratuity:** The gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
3. **Leave and Leave Encashment:** As per rules of the company not exceeding one month leave for every year of service and will not be included in the computation of limits.

Category (C)

1. **Conveyance & Telephone:** Provision of use of car and telephone at the residence for the company's business will not be considered as perquisites. Personal calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Anubhav Ladia.
2. **Reimbursement of Expenses:** Apart from the remuneration as aforesaid, Mr. Anubhav Ladia shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.
3. **Sitting Fee etc.:** No sitting fee shall be paid to Mr. Anubhav Ladia for attending the meetings of Board of Directors or any committee thereof.
4. **Payment of Life Insurance Premium:** Life Insurance Premium shall be payable in respect of only insurance of life on the actual basis by the company.
5. **Payment of Premium of the Mediclaim Policy:** Premium paid towards Mediclaim Policy for self, spouse and dependent children shall be payable on actual basis by the Company.

Where in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Anubhav Ladia, Whole Time Director in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

Taking into consideration the size of the Company, the profile of Mr. Anubhav Ladia, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Mr. Anubhav Ladia holds directorship of the company and has 291882 equity shares of the company which amounts to 2.13%. Further, Mr. Vikas Ladia, Managing Director of the company is brother of Mr. Anubhav Ladia.

Other Information:

- (1) Reasons of loss or inadequate profits: The company has registered decent amount of profits and thus, this clause is not applicable.
- (2) Steps taken or proposed to be taken for improvement: NA.
- (3) Expected increase in productivity and profits in measurable terms: Company is expecting approximately 20% increment in the net profit of the company in the next 1-2 years.

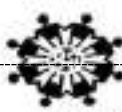
In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the members for their approval as special resolution. Further, the approval of the Members for the remuneration proposed herein above shall be valid for a period of 5 years w.e.f. June 01st, 2025. The Board recommends this Special resolution for the approval of the Shareholders.

Information about the directors who are proposed to be appointed at the 44th Annual General Meeting as per Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-II Secretarial Standard on general meetings issued by the Institute of Company Secretaries of India forming part of the notice convening the Annual general meeting of the company.

Particulars	MR. ANUBHAV LADIA
Director Identification Number.	00168312
Date of Birth	11/01/1977
Age.	47 years
Educational Qualification.	B. Com (Hons), Chartered Accountants
Experience (No. of Years)	Mr. Anubhav Ladia, aged 47 years is a Chartered Accountant having sound experience in finance field. Presently located at the Head Office, as in-charge of financial and commercial aspects of the company and has an overall experience of 21 years in the textile industry.
Business field in which Experience.	He is a Chartered Accountant and presently, heading the Corporate Office of the Company at Udaipur since 11 years
Terms and Conditions of Appointment / Re-appointment	As mentioned in resolution.
Date of Appointment as Director in the Company.	01/09/2005
Directorship held in any other Company.	1. SRSL Securities Ltd. 2. Divine Fibres Pvt. Ltd. 3. PBS Marketing Pvt. Ltd. 4. Shree Shyam Distributors & Marketing Pvt. Ltd.
Member of any Committees of the Directors in the Company.	1. Stakeholders Relationship Committee
Member of any committees of the Directors in other Companies with names of the Company.	Nil
Member of any Trade Association/ Charitable Organization/ NGOs etc.	Nil
Shareholding in Company as on March 31, 2024	2,91,882 equity shares
Remuneration paid or sought to be paid	Basic Salary Not exceeding Rs. 3,50,000/- (Rupees Three Lakh Fifty Thousand only) per month excluding perquisites.
Relationship with other Directors/KMPs	Mr. Vikas Ladia, Managing Director of the company is a brother of Mr. Anubhav Ladia.
No. of meetings attended during the year	9 out of 9 meetings

Date: September 06th, 2024
Place: Udaipur
Registered Office: 27-A, First Floor, Meera
Nagar, Housing Board Colony,
Udaipur - 313001, Rajasthan

By Order of the Board of Directors
For Shree Rajasthan Syntex Ltd.
Sd/-
Mr. Rahul Bolia
(Company Secretary & Compliance Officer)
Membership No. A62766



SHREE

RAJASTHAN SYNTEX LTD.

*Regd. & H.O. : 27 A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur (Raj.) 313001;
M.No. 9314879380*

Email: cs@sral.in; Website: www.sral.in

CIN: L24302RJ1979PLC001948

(Mills: Village Udaipura, Simalwara Road, Dungarpur- 314001)

ATTENDANCE SLIP

Regd. Folio No.	
D.P. I.D.	
Client I.D.	
No. of Shares held	
Name and Address of the First Shareholder IN BLOCK LETTERS)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the 44th Annual General Meeting of the Members of **SHREE RAJASTHAN SYNTEX LTD** held on Monday, September 30, 2024 at 02:00 P.M. at the registered office of the Company situated at 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001.

Member's/Proxy's Name in Block Letters

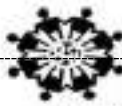
Member's/Proxy's Signature

Note: Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

Note: Shareholder/Proxyholder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

-----Please tear here-----

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SHREE

RAJASTHAN SYNTEX LTD.

Regd. & H.O. : 27 A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur (Raj.) 313001
M.No. 9314879380

Email: cs@sral.in; Website: www.sral.in
CIN: L24302RJ1979PLC001948

(Mills: Village Udaipura, Simalwara Road, Dungarpur- 314001)

PROXY FORM

(Form No. MGT-11 - Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/ Client Id	
DP ID:	

I/We, being the member (s) of..... shares of the above-named company, hereby appoint

- Name: _____
Address: _____
E-mail Id: _____ Signature: _____ or failing him
- Name: _____
Address: _____
E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44th Annual General Meeting of the Members of **SHREE RAJASTHAN SYNTEX LTD** held on Monday, September 30, 2024 at 02:00 P.M. at the registered office of the Company situated at 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001 or at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary Businesses				
1.	To adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon			
Special Businesses				
2.	To ratify remuneration of the Cost Auditors for the Financial Year ending on 31st March, 2025			
3.	To Change the Address of Registered Office of the Company outside the local limits of the city but within the same state			
4.	Re-appointment and Approval of Remuneration of Mr. Vikas Ladia (DIN: 00256289) as Managing Director and Chairman of The Company			
5.	Re-appointment and Approval of Remuneration of Mr. Anubhav Ladia (DIN: 00168312) as Whole-Time Director of The Company			

Signed this.....day of.....2024

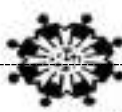
Affix
Revenue
Stamp of
Rs. 1/-

Signature of shareholder

Signature of Proxy holder(s)

Note:

- This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of 44th Annual General Meeting.
- It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

**SHREE****RAJASTHAN SYNTEX LTD.**

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Udaipur (Raj.) 313001
M.No. 9314879380

Email: cs@sral.in; Website: www.sral.in

CIN: L24302RJ1979PLC001948

(Mills: Village Udaipura, Simalwara Road, Dungarpur- 314001)

FormNo.MGT-12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: SHREE RAJASTHAN SYNTEX LTD
Registered Office: 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur, Rajasthan, India, 313001.

CIN: L24302RJ1979PLC001948

SNo	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No/ *ClientID (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	
5.	Number of Shares	

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	To adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon.			
2	To ratify remuneration of the Cost Auditors for the Financial Year ending on 31st March, 2025			
3.	To Change the Address of Registered Office of the Company outside the local limits of the city but within the same state			
4.	Re-appointment and Approval of Remuneration of Mr. Vikas Ladia (DIN: 00256289) as Managing Director and Chairman of The Company			
5.	Re-appointment and Approval of Remuneration of Mr. Anubhav Ladia (DIN: 00168312) as Whole-Time Director of The Company			

Place: UDAIPUR

Date: 30th September, 2024

(Signature of the shareholder*)

(*as per Company records)



SHREE

RAJASTHAN SYNTEX LTD.

Regd. & H.O. : 27 A, First Floor, Meera Nagar,
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CIN: L24302RJ1979PLC001948

(Mills: Village Udaipura, Simalwara Road, Dungarpur- 314001)

ROUTE MAP TO THE VENUE OF 44th ANNUAL GENERAL MEETING

