

AYM Syntex Limited

Regd. Office: Survey No.374/1/1, Village Saily, Silvassa - 396230, U.T of Dadra & Nagar Haveli (India)
 Phone: +91 260 2640596, Fax: +91 260 2640597
 CIN: L99999DN1983PLC000045

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.]

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Friday, July 19, 2024 at 9.00 a.m. (IST)	Saturday, August 17, 2024 at 5.00 p.m. (IST)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting, vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, collectively the 'MCA Circulars'), to transact the special business as set out hereunder by passing Special Resolution by way of postal ballot only by voting through electronic means ('remote e-Voting').

Pursuant to Section 102 and other applicable provisions of the Act, the statement pertaining to the said Resolution setting out the material facts and reasons/ rationale thereof is annexed to this Postal Ballot Notice ('Notice') for your consideration and forms part of this Notice.

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with AYM Syntex Limited ('the Company')/ M/s. Link Intime India Private Limited ('Link Intime'), Registrar and Transfer Agent ('RTA')/ Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-Voting facility to its Members. The instructions for remote e-Voting are appended to this Notice. The Notice is also available on the website of the Company at www.aymsyntex.com, BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com, on which the equity shares of the Company are listed and on the website of NSDL at www.evoting.nsdl.com.

Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by remote e-Voting not later than 5.00 p.m. (IST) on Saturday, August 17, 2024. The remote e-Voting facility will be disabled by NSDL immediately thereafter.

The last date of e-voting, i.e. Saturday, August 17, 2024, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

Appointment of Ms. Mala Todarwal (DIN: 06933515) as a Non-Executive Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulation 16 (1)(b) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI

Listing Regulations”) (including any statutory modification(s) or amendments(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors (“Board”), Ms. Mala Todarwal (DIN: 06933515), who was appointed as an Additional Independent Director of the Company by the Board with effect from May 28, 2024 in terms of Section 161 of the Act, and in respect of whom the Company has received a notice from a Member proposing her candidature for the office of Director under Section 160 of the Act, and who has submitted a declaration that she meets the criteria of independence as provided under Section 149(6) of the Act along with the rules framed thereunder and Regulation 25 (8) of Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from May 28, 2024 to May 27, 2029 (both days inclusive), not liable to retire by rotation, as detailed in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary and / or Chief Financial Officer of the Company be and are hereby severally and/or jointly authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Appointment of Mr. Harsh Shailesh Bhuta (DIN: 07101709) as a Non-Executive Independent Director of the Company .

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualifications of Directors) Rules, 2014 , Regulation 16 (1)(b) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or amendments(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors (“Board”), Mr. Harsh Shailesh Bhuta (DIN: 07101709), who was appointed as an Additional Independent Director of the Company by the Board with effect from May 28, 2024 in terms of

Section 161 of the Act, and in respect of whom the Company has received a notice from a Member proposing his candidature for the office of Director under Section 160 of the Act, and who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act along with the rules framed thereunder and Regulation 25 (8) of Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from May 28, 2024 to May 27, 2029 (both days inclusive), not liable to retire by rotation, as detailed in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary and / or Chief Financial Officer of the Company be and are hereby severally and/or jointly authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Approval for continuation of Mr. Kantilal N Patel (DIN: 00019414) as an Independent Directors, post completion of 75 years, on the Board of the Company during his tenure of 5 years.

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

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (including any amendments thereto or reenactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) approval of the Member of the Company be and is hereby accorded for continuation of directorship of Mr. Kantilal N Patel (DIN: 00019414) as Non-executive Independent Director of the Company beyond the age of 75 years i.e. 30th May 2026 till the expiry of his current term till July 28, 2028 on the same terms and conditions as already approved by the Members.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary and / or Chief Financial Officer of the Company be and are hereby severally and/or jointly authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Re-appointment of Mr. Abhishek Mandawewala (DIN: 00737785) as Managing Director and Chief Executive Officer (CEO) and fixing his remuneration.

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

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Companies (Appointment and Remuneration of Managerial Remuneration) Rules, 2014 and Schedule V of the Act (including any statutory modification, variation thereto or re-enactment thereof, for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Members of the Company be and is hereby accorded to the reappointment of Mr. Abhishek R. Mandawewala (DIN: 00737785), as the Managing Director and CEO of the Company, being part of the promoter group, for a period of three years, with effect from August 1, 2024 to July 31, 2027 as well as the payment of salary, commission and perquisites (hereinafter referred to as 'remuneration'), not liable to retire by rotation, upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with the authority to the Board of Directors (hereinafter referred to as “the Board” (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions of the re-appointment and/or agreement in such manner as may be agreed to between the Board and Mr. Abhishek R. Mandawewala.

RESOLVED FURTHER THAT pursuant to the provision of sub-regulation (6)(e) of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, approval of the Company be and is hereby accorded to the aforesaid remuneration, even if the remuneration, at any time during his tenure, exceeds Rs. 5 crore or 2.5 per cent of the net profits of the Company, whichever is higher, in any financial year or even if the aggregate annual remuneration payable to all the executive directors of the Company in any financial year exceeds 5 per cent of the net profits of the Company.

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration to the Managing Director and CEO of the Company, subject to such other approvals as may be necessary;

RESOLVED FURTHER THAT contribution to provident fund, superannuation fund or annuity fund and gratuity as may be payable under the provisions of the relevant acts and to the extent exempt under Income Tax Act and encashment of leave at the end of tenure shall not be computed in the aforesaid ceiling for perquisites and allowances.

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Companies Act, 2013, relating to the payment of remuneration to the managerial personnel, the Board subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration including commission and perquisites etc. within such prescribed limits.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents, instruments and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

By Order of the Board of Directors

Ashitosh Sheth
 Company Secretary
 ACS 25997

Date: July 5, 2024
 Place: Mumbai

Registered Office of the Company:
 Plot no.1, Survey no.374/1/1, Village Saily,
 Silvassa 396230, U.T of Dadra & Nagar Haveli
CIN: L99999DN1983PLC000045
Phone: + 91-022-61637000/7001
E-mail: complianceofficer@aymgroup.com
Website: www.aymsyntex.com

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 and Section 110 of the Act read with Rule 22 of the Rules, setting out all the material facts and reasons relating to the proposed resolutions is annexed hereto and forms part of this Notice.
2. In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/RTA, as on Friday, July 12, 2024 ('Cut-Off Date') or who may register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Shareholders shall be in the same proportion to the paid-up share capital.
3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-Voting. It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories / Depository Participants) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended ("SEBI Master Circular"), SS-2 and the MCA Circulars and any amendments thereto, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-Voting is mentioned below.
5. The remote e-Voting shall commence on Friday, July 19, 2024 at 9.00 a.m. (IST) and shall end on Saturday, August 17, 2024 at 5.00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
6. The Board of Directors has appointed Mr. Hitesh J. Gupta, Company Secretary in whole time practice (ACS-No. 33684; CP No. 12722) as the Scrutinizer to scrutinize the postal ballot process in fair and transparent manner.
7. The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorized by him after scrutiny of the votes cast, on the result of the Postal Ballot on or before Tuesday, August 20, 2024. The Scrutinizer's decision on the validity of votes cast will be final.
8. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.aymsyntex.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Chairman or any other person authorized by him, and the same shall be communicated to Stock Exchanges where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
9. Members may download the Notice from the website of the Company at www.aymsyntex.com or from the website of NSDL at www.evoting.nsdl.com. A copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.nseindia.com.
10. For any queries/grievances, in relation to voting through electronic means, members may contact NSDL at <https://eservices.nsdl.com>, Registrar and Transfer Agent (RTA) i.e., Link Intime India Private Limited at rnt.helpdesk@linkintime.co.in, the Scrutinizer at cshitesh.gupta@gmail.com or the Company at complianceofficer@aymgroup.com.

Process to cast votes through remote e-Voting:

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 and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.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 or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 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 or joining virtual meeting & voting during the meeting. <p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL.	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the informaton provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33

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

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

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

Your User ID details are given below :

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

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

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. 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:

- a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b. Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

7. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

9. Now, you will have to click on "Login" button.

10. 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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with

attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cshitesh.gupta@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney /Authority Letter etc. by clicking on/ “Upload Board Resolution/Authority Letter”/ displayed under/ “e-Voting”/ tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Sanjeev Yadav at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to complianceofficer@aymgroup.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to complianceofficer@aymgroup.com. If you are an

Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 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.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

1. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to complianceofficer@aymgroup.com mentioning his/her/its folio number/DP ID and Client ID.

By Order of the Board of Directors

Ashitosh Sheth
Company Secretary
ACS 25997

Date: July 5, 2024
Place: Mumbai

Registered Office of the Company:
Plot no.1, Survey no.374/1/1, Village Saily,
Silvassa 396230, U.T of Dadra & Nagar Haveli
CIN: L99999DN1983PLC000045
Phone:+91-022-61637000/7001
E-mail: complianceofficer@aymgroup.com
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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 & 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, SECRETARIAL STANDARDS AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER:

The following Statement sets out all material facts relating to the Special Business and Special Resolution thereof mentioned in the accompanying Notice.

ITEM NO.: 1

Appointment of Ms. Mala Todarwal (DIN: 06933515) as a Non-Executive Independent Director of the Company

Pursuant to recommendation of the Nomination & Remuneration Committee, the Board has appointed Ms. Mala Todarwal (DIN: 06933515) as an Additional Director of the Company (in the capacity of Non- Executive Independent Director) for a term of 5 (Five) consecutive years with effect from May 28, 2024 to May 27, 2029 (both days inclusive), not liable to retire by rotation, subject to approval of the Members.

Ms. Mala Todarwal has over 18+ years of experience in the corporate world. After her stint with Deloitte, she is now an active partner of M/ s. Arun Todarwal & Associates LLP who are senior members of International Association of Practicing Accountants (IAPA) and The UK 200 Group - International Accounting Bodies based in the UK with more than 350 members in about 55 countries During her years of practice, she has handled various professional assignments including statutory audits, management assurance, management and systems audit, due diligence, taxation, international taxation etc.

The Company has received, inter alia, the following consents, declarations, and confirmations from Ms. Mala Todarwal regarding the proposed appointment:

- (i) Consent to act as Director of the Company in terms of Section 152 of the Act and declaration that she is not disqualified from being appointed as Director in terms of Section 164 of the Act.
- (ii) Declaration that she is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.
- (iii) Declaration that she meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations.
- (iv) Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company.

- (v) Confirmation that she has registered herself with the Independent Directors' databank and satisfied the requirement regarding the online proficiency self-assessment test in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Further, in terms of Section 160 of the Act, the Nomination & Remuneration Committee and Board have recommended the appointment of Ms. Mala Todarwal and the Company has also received a notice in writing from a Member proposing her candidature for appointment as an Independent Director.

In the opinion of the Board, the appointment of Ms. Mala Todarwal as an Independent Director of the Company would be in the interests of the Company taking into consideration Ms. Mala Todarwal's knowledge, background and vast experience. Ms. Mala Todarwal also fulfills the identified core skills/ expertise/competencies and the criteria laid down by the Board in the Company's Nomination Policy for appointment as a Director of the Company. In the opinion of the Board, Ms. Mala Todarwal fulfils the criteria for appointment as an Independent Director and is independent of the management. Accordingly, it is proposed to appoint Ms. Mala Todarwal as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years, on the Board of the Company.

Additional information in respect of Ms. Mala Todarwal, pursuant to Regulation 36 of the SEBI Listing Regulations and the Secretarial Standard on General Meetings (SS-2), along with her brief profile is provided in Annexure 1 to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17,25 of the LODR Regulations, the approval of the members is sought for the appointment of Ms. Mala Todarwal as an Independent Director of the Company, as a special resolution.

Except Ms. Mala Todarwal and/or her relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the Special Resolution set out in Item No. 1 of the Notice.

The Board recommends the Resolution in relation to the appointment of Ms. Mala Todarwal as an Independent Director as set out in Item No. 1 for approval of the Members by way of a Special Resolution.

ITEM No. 2

Appointment of Mr. Harsh Shailesh Bhuta (DIN: 07101709) as a Non-Executive Independent Director of the Company

Pursuant to recommendation of the Nomination & Remuneration Committee, the Board has appointed Mr. Harsh Shailesh Bhuta (DIN: 07101709) as an Additional Director of the Company (in the capacity of Non- Executive Independent Director) for a term of 5 (Five) consecutive

years with effect from May 28, 2024 to May 27, 2029 (both days inclusive), not liable to retire by rotation, subject to approval of the Members.

Mr. Harsh Shailesh Bhuta has over 15+ years of experience in the corporate world. He is the Senior Partner at Bhuta Shah & Co LLP in addition to his active involvement in the firm's Transaction advisory and Tax service. His area of expertise includes mergers & acquisitions, transaction tax, due diligence, international tax advisory, representation before Indian Revenue authorities, insolvency and bankruptcy law. As a specialist in mergers and acquisitions, private equity and tax restructuring deals, his strengths lie in negotiation and structuring transaction documents and understanding and applying principles of tax law and exchange control regulations.

The Company has received, inter alia, the following consents, declarations, and confirmations from Mr. Harsh Shailesh Bhuta regarding the proposed appointment:

- (i) Consent to act as Director of the Company in terms of Section 152 of the Act and declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act.
- (ii) Declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.
- (iii) Declaration that he meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations.
- (iv) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.
- (v) Confirmation that he has registered himself with the Independent Directors' databank and satisfied the requirement regarding the online proficiency self-assessment test in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Further, in terms of Section 160 of the Act, the Nomination & Remuneration Committee and Board have recommended the appointment of Mr. Harsh Shailesh Bhuta and the Company has also received a notice in writing from a Member proposing his candidature for appointment as an Independent Director.

In the opinion of the Board, the appointment of Mr. Harsh Shailesh Bhuta as an Independent Director of the Company would be in the interests of the Company taking into consideration Mr. Harsh Shailesh Bhuta's knowledge, background and vast experience. Mr. Harsh Shailesh Bhuta also fulfills the identified core skills/ expertise/competencies

and the criteria laid down by the Board in the Company's Nomination Policy for appointment as a Director of the Company. In the opinion of the Board, Mr. Harsh Shailesh Bhuta fulfils the criteria for appointment as an Independent Director and is independent of the management. Accordingly, it is proposed to appoint Mr. Harsh Shailesh Bhuta as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years, on the Board of the Company.

Additional information in respect of Mr. Harsh Shailesh Bhuta, pursuant to Regulation 36 of the SEBI Listing Regulations and the Secretarial Standard on General Meetings (SS-2), along with his brief profile is provided at Annexure 1 to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17,25 of the LODR Regulations, the approval of the members is sought for the appointment of Mr. Harsh Bhuta as an Independent Director of the Company, as a special resolution.

Except Mr. Harsh Shailesh Bhuta and/or his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the Special Resolution set out in Item No. 2.

The Board recommends the Resolution in relation to the appointment of Mr. Harsh Shailesh Bhuta as an Independent Director as set out in Item No. 2 for approval of the Members by way of a Special Resolution.

ITEM No. 3

Approval of continuation of Mr. Kantilal N Patel (DIN: 00019414) as an Independent Directors on the Board of the Company during his tenure of 5 years post completion of 75 years.

Mr. Kantilal N Patel was appointed as a Non-Executive Independent Director of the Company by the members at the 40th Annual General Meeting of the Company held on September 29, 2023, for a period of five consecutive years commencing from July 29, 2023 to July 28, 2028. In terms of Regulation 17(1A) of SEBI Listing Regulations, consent of members by way of special resolution is required for appointment or continuation of directorship of Independent Non-Executive Director, beyond the age of 75 years. Further, Mr. Kantilal N Patel will attain the age of 75 years with effect from May 30, 2026, and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current term till July 28, 2028.

The Board considers that his continued association would be of immense benefit to the Company, and it is desirable to continue to avail services of Mr. Kantilal N Patel as an Independent Director.

The Board recommends the Resolution in relation to continuation of directorship of Mr. Kantilal N Patel as an Independent Director till the expiry of the current term till July 28, 2028 as set out in Item No. 3 for approval of the Members by way of a Special Resolution.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in this Resolution. The Board recommends the Special Resolution set out at Item No. 03 of the Notice for approval of the Members.

ITEM NO. 04

Re-appointment of Mr. Abhishek Mandawewala (DIN: 00737785) as Managing Director and Chief Financial Officer (CEO) and fixing his remuneration

The Members of the Company at the Annual General Meeting held on September 29, 2021, had re-appointed Mr. Abhishek R. Mandawewala as the as a Managing Director & CEO for a period of three years w.e.f August 1, 2021 to July 31, 2024. The present term of Mr. Abhishek R. Mandawewala will expire by efflux of me on July 31, 2024. As per provisions of Sec on 196 of the Companies Act, 2013 (the 'Act') no re-appointment of Managing Director shall be made earlier than one year before the expiry of his term.

On the recommendation of Nomination and Remuneration committee, the Board of directors at their meeting held on May 30, 2024 reappointed Mr. Abhishek R. Mandawewala as a Managing Director & CEO for a period of three years w.e.f. August 1, 2024 to July 31, 2027 on remuneration mentioned herein below in the explanatory statement.

Pursuant to the provisions of Sec 196, 197, 198 of the companies Act, 2013 read with Schedule V of the Companies Act, 2013, in case the company has no profits or inadequate profits, the Company may pay remuneration in excess of the prescribed limits to its managerial personnel, subject to approval of shareholders by special resolution.

The provisions of sub-regulation (6)(e) of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") require that the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- (i) the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or
- (ii) where there is more than one such director, the aggregate annual remuneration to such directors

exceeds 5 per cent of the net profits of the listed entity Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director.

Accordingly, this special resolution regarding remuneration payable to Mr. Abhishek Mandawewala, Managing Director and CEO, is proposed herein for obtaining shareholders' approval, even when in any financial year, the remuneration payable exceeds the limits provided under the provisions of Companies Act, 2013 and sub-regulation (6)(e) of Regulation 17 of the Listing Regulations. Further, such remuneration shall not exceed remuneration already approved by the members and shall remain valid till expiry of his tenure.

Mr. Abhishek R. Mandawewala has rich and varied experience in the industry and has been involved in the operations of the Company from 2015 onwards. He has been instrumental in initiating the transformational journey of the Company and has created world class manufacturing facility involving diverse technology that has elevated the company's capacities. His leadership skills have up-scaled the landscape of the business and opened opportunities for expansion, customer base, new industry developments and so forth. Mr. Abhishek R. Mandawewala is B.A./M. Eng (Honours.) in Manufacturing Engineering from University of Cambridge.

The re-appointment of Mr. Abhishek R. Mandawewala is appropriate and in the best interest of the Company. Therefore, it is proposed to re-appoint Mr. Abhishek R. Mandawewala as the Managing Director & CEO of the Company for further period of 3 years w.e.f. August 1, 2024. Mr. Abhishek R. Mandawewala has submitted declaration with the Company that he fulfils the criteria stated in Part I of Schedule V to the Act. The Nomination & Remuneration Committee has recommended, and Board has also approved appointment of and remuneration payable to Mr. Abhishek R. Mandawewala as Managing Director & CEO for the period of Three years as stated above.

Copy of the letter of appointment issued to Mr. Abhishek Mandawewala setting out the terms and conditions of appointment is available for inspection by the members electronically.

None of the Key Managerial Personnel or Directors of the Company except Mr. Abhishek R. Mandawewala himself and Mr. R. R. Mandawewala and Mrs. Khushboo Mandawewala being his relatives are in any way concerned or interested in the said resolution.

Accordingly, the Board recommends the Resolution pertaining to re-appointment of Mr. Abhishek R. Mandawewala as Managing Director & CEO for a period of three years as set out in Item No. 4 of the Notice for approval of the Members by way of a Special Resolution.

Statement containing Additional Information as required under Schedule V to the Companies Act, 2013

GENERAL INFORMATION:				
1	Nature of industry	Textile		
2	Date or expected date of commencement of commercial production	the company is in existence and in operation since 1983.		
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4	Financial performance based on given indicators	Amount in Lakhs		
		Particulars	2023-24	2022-23
		Total Revenue	1,36,508	1,46,565.07
		Profit before tax	132	1,063.57
	Profit after tax	204	717	
5	Foreign Investment or Collaborations, if any	Not Applicable		

INFORMATION ABOUT THE APPOINTEE :		
1	Background details	Mr. Abhishek R Mandawewala was appointed as a whole-time director with effect from August 1, 2015 and subsequently elevated to the position of Managing director & CEO with effect from May 6, 2017. He looks after entire operation of the Company. He heads marketing, production and plants of the Company
2	Past remuneration	Rs.1,80,00,000/- per annum inclusive of all perquisites and allowances plus commission @1% p.a. of the net profits as a Managing Director and CEO of the Company as approved by the shareholders of the Company vide special resolution passed by the members at their Annual General meeting held on 29th September 2021. Actual remuneration paid for 2023-24 is approx. Rs. 1.94 Crores.
3	Job profile and his suitability:	<p>Job Profile: He is responsible for the overall operations and the affairs of the Company including expansion under the supervision of the Board of directors.</p> <p>Suitability: He is B.A./M. Eng (Honours.) in Manufacturing Engineering from University of Cambridge and has experience in the field of steel and textiles for about 10 + years. He was an Executive Director in RMG Alloy Steel Limited from 4th September 2010 to 28th March 2013. Later, he worked as President (Advance Textile) in Welspun India Limited for more than two years. He is currently Managing Director & CEO and looks out entire operation of the Company including marketing, production and expansion project of the Company.</p>
4	Remuneration Proposed	Up to Rs.2,50,00,000/- (Rupee Two Crores Fifty Lakhs Only) per annum inclusive of all perquisites and allowances plus commission @1% p.a. of the net profits computed in the manner laid down under Section 198 of the Companies Act, 2013 with a power to the Board of Directors to increase remuneration upto 25% of the last drawn remuneration every year with effect from July 1 of the financial year commencing from the financial year 2024.

		<p>Minimum Remuneration:</p> <p>In the event of inadequacy of profits calculated as per Sec on 198 of the Companies Act, 2013 in any Financial Year(s) Mr. Abhishek R Mandawewala, Managing Director & CEO shall be entitled to a minimum remuneration comprising salary, perquisites and benefits as detailed above, subject to such other approvals as may be necessary.</p>
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:	Considering the background, competence and experience of Mr. Abhishek R Mandawewala and also his association with the Company for the past several years and compared to the remuneration packages of similarly placed personnel of other corporate bodies in the country, the terms of their remuneration as set out in the Resolution are considered to be fair, just and reasonable and at par with the industry standards, in which it operates.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:	He is not related directly or indirectly to the managerial personnel. He is relative of Mr. R. R. Mandawewala, the Chairman of the Company and Mrs. Kushboo Mandawewala, Whole Time Director of the Company. Further, he has no pecuniary relationship with the Company except as a Managing Director and CEO of the Company. He does not hold any equity shares of the Company

OTHER INFORMATION		
1	Reason of loss or inadequate profits	The Company has posted a net profit after tax (as per Section 198) of Rs. 220.55 Lakhs during the year ended March 31, 2024. There was fire in one of the plant at Rakholi, Silvassa in F.Y. 2023-24 and same resulted in temporary disruption in operations, however same has been restored during the year.
2	Steps taken for improvement	The Company is expanding its capacity, developing new products, concentrating on high value added products. Continuous endeavours are made to for improvement in the turnover and profitability of the Company. The Company has expanded its capacity into high value added products and are in process of improving the product sales mixes.
3	Expected increase in productivity and profits in measurable terms:	In view of expansion undertaken by the Company, the Company expects to increase productivity in spinning and texturized which may lead to increase in margin of profits. In view of expansion undertaken by the Company, the Company expects to increase productivity in textile and BCF yarn which may lead to increase in margin of profits. The Company has also undertaken cost optimization initiatives which benefits will crystalized in coming years.

Details of the Directors proposed to be re-appointed.

(Pursuant to Regulation 26 (4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2))

	(A)	(B)
Particulars	Mrs. Mala Todarwal	Mr. Harsh Shailesh Bhuta
Age and date of birth	39 years, 03rd May 1985	36 years, 15th October 1987
Date of first appointment	28th May 2024	28th May 2024
Brief Resume (including profile, qualification, experience and expertise in specific functional areas)	<p>Ms. Todarwal is a Chartered Accountant (Institute of Chartered Accountants in India).</p> <p>After her stint with Deloitte, Ms. Todarwal is now an active partner of M/s. Arun Todarwal & Associates LLP who are senior members of International Association of Practicing Accountants (IAPA) and The UK 200 Group - International Accounting Bodies based in the UK with more than 350 members in about 55 countries.</p> <p>She is having more 18+ years of experience and during her years of practice, she has handled various professional assignments including statutory audits, management assurance, management and systems audit, due diligence, taxation, international taxation etc</p>	<p>Mr. Bhuta is a Chartered Accountant (Institute of Chartered Accountants in India)- All India Rank Holder (Rank 30). He possesses Bachelor of Law degree from Mumbai University.</p> <p>He is also a CFA Charter holder from the CFA Institute, USA.</p> <p>He is certified as a Registered Valuer under the Insolvency and Bankruptcy Board of India.</p> <p>He is the Senior Partner at Bhuta Shah & Co LLP in addition to his active involvement in the firm's Transaction advisory and Tax service lines.</p> <p>He started his career in 2008 with Price Waterhouse Coopers and then moved to a boutique investment bank. Subsequently, he was an integral part of the transaction advisory practice at Ernst & Young in India where he was at the forefront of several large deal closures. He joined Bhuta Shah & Co LLP in 2015 and has since then advised a number of private equity investors, multinational companies, high net worth individuals and limited companies with their M&A, tax and advisory matters.</p> <p>He is having more than 15+ years' experience and his areas of expertise include Mergers & Acquisitions, Transaction Tax, Due Diligence, Representation before Indian Revenue Authorities, International Tax Advisory, Insolvency and Bankruptcy Law etc.</p>
Shareholding in the Company	Nil	Nil
Relationship with other Director/Key Managerial Personnel of the Company	No	No
No. of Board Meetings attended	Two	Two

<p>Directorships held in other companies</p>	<ul style="list-style-type: none"> • Welspun Michigan Engineers Limited (Formerly known as Welspun Michigan Engineers Private Limited) • Angel One Limited • Welspun Steel Limited • Welspun Sattanathapuram Nagapattinam Road Private Limited • IVP Limited 	<ul style="list-style-type: none"> • Raptures Corporate Advisors Private Limited
<p>Companies in which Director is Chairman / Member of the Committee of the Board (as on the date of the Postal Ballot Notice)</p>	<p>Chairperson of Audit Committee: 2</p> <ul style="list-style-type: none"> • Angel One Limited • Welspun Sattanathapuram Nagapattinam Road Private Limited <p>Member of Audit committee: 3</p> <ul style="list-style-type: none"> • Welspun Steel Limited • IVP Limited • AYM Syntex Limited <p>Chairperson of Stakeholders Relationship Committee: 2</p> <ul style="list-style-type: none"> • Angel One Limited • IVP Limited <p>Member of Stakeholders Relationship Committee: NIL</p>	<p>Chairperson of Audit Committee: NIL</p> <p>Member of Audit committee: 1</p> <ul style="list-style-type: none"> • AYM Syntex Limited <p>Chairperson of Stakeholders Relationship Committee: NIL</p> <p>Member of Stakeholders Relationship Committee: NIL</p>
<p>Terms and conditions of - appointment</p>	<p>As mentioned in the Explanatory statement attached to the Notice</p>	<p>As mentioned in the Explanatory statement attached to the Notice</p>
<p>Remuneration Last Drawn</p>	<p>Nil</p>	<p>Nil</p>
<p>Remuneration proposed to be paid</p>	<p>Sitting fees</p>	<p>Sitting fees</p>
<p>Listed entities from which the Director has resigned in the past three years</p>	<ul style="list-style-type: none"> • Welspun Investments And Commercials Limited 	<p>Nil</p>

	(C)	(D)
Particulars	Mr. Kantilal N. Patel	Mr. Abhishek R. Mandawewala
Age and date of birth	73 years, 30th May, 1951	37 years, 11th March 1987
Date of first appointment	29th July 2023	01st August 2018
Brief Resume (including profile, qualification, experience and expertise in specific functional areas)	<p>He has pursued B.Com (Hons); F C A , B.Com (1st Rank in N M College of Com & Economics, Mumbai.) Final CA (32nd Rank).</p> <p>Mr. Patel was associated with JSW Group for 26 years and prior to JSW Group he was associated for 21 years with Standard Industries (Mafatlal Group). Mr. Patel possesses over 47 years of rich and varied experience in the areas of Financial Management, Management Information Systems, Corporate Taxation, Corporate Finance, Investment, Mergers/ Acquisitions/ Restructuring/ Reorganisation and Fund Management, etc</p>	<p>He is B.A./M. Eng (Honours.) in Manufacturing Engineering from University of Cambridge and has experience in the field of steel and textiles for about seven years. He was an Executive Director in RMG Alloy Steel Limited from 4th September 2010 to 28th March 2013. Later, he worked as President (Advance Textile) in Welspun India Limited for more than two years. He is now Managing Director & CEO and looks out entire operation of the Company including marketing, production and expansion project of the Company.</p>
Shareholding in the Company	Nil	Nil
Relationship with other Director/Key Managerial Personnel of the Company	No	Yes. Mr. Rajesh Mandawewala, Chairman and Mrs. Khushboo Mandawewala, Whole Time Director
No. of Board Meetings attended	Two	One
Directorships held in other companies	<ul style="list-style-type: none"> • JSW Holdings Limited • JSW Cement Limited • JSW Infrastructure Limited • JSW Jaigarh Port Limited • JSW GMR Cricket Private Limited • JSW Recharge Sports Private Limited • JSW Sports Ventures Private Limited • JSW Realty Private Limited • JSW Bengaluru Football Club Private Limited • Svamaan Financial Services Private Limited 	<ul style="list-style-type: none"> • Taipan Estates Pvt Ltd • Babasu Realty Pvt. Ltd. • Ginat Realty Pvt. Ltd. • MGN Estates Pvt. Ltd. • Angel Power and Steel Private Limited • Association of Synthetic Fibre Industry • Mandawewala Enterprises Limited • Totsol Commercial Private Limited • AYM Textiles Private Limited • Arah Realities Private Limited
Companies in which Director is Chairman / Member*ag of the Committee of the Board (as on the date of the Postal Ballot Notice	<p>Chairperson of Audit Committee: 1</p> <ul style="list-style-type: none"> • AYM Syntex Limited <p>Member of Audit committee: 3</p> <ul style="list-style-type: none"> • JSW Holdings Limited • JSW Infrastructure Limited • JSW Jaigarh Port Limited <p>Chairperson of Stakeholders Relationship Committee: •</p> <ul style="list-style-type: none"> • AYM Syntex Limited <p>Member of Stakeholders Relationship Committee: 1</p> <ul style="list-style-type: none"> • JSW Holdings Limited 	<p>Chairperson of Audit Committee: 1</p> <ul style="list-style-type: none"> • Mandawewala Enterprises Private Limited <p>Member of Audit committee: Nil</p> <p>Chairperson of Stakeholders Relationship Committee: NIL</p> <p>Member of Stakeholders Relationship Committee: 1</p> <ul style="list-style-type: none"> • AYM Syntex Limited

Terms and conditions of - appointment	As mentioned in the Explanatory statement attached to the Notice	As mentioned in the Explanatory statement attached to the Notice
Remuneration Last Drawn	Nil	Approx. Rs. 1.96 cr. p.a
Remuneration proposed to be paid	NA	As mentioned in the Explanatory statement attached to the Notice
Listed entities from which the Director has resigned in the past three years	Nil	Nil

***Note:** For the purpose of counting membership in Board Committee, Chairmanship/ Membership of the Audit Committee and the Stakeholders Relationship Committee alone are considered.

Date: July 05, 2024
Place: Mumbai

By order of the board of Directors

Ashitosh Sheth
Company Secretary
ACS 25997

Registered Office of the Company:
Plot no.1, Survey no.374/1/1, Village Saily,
Silvassa 396230, U.T of Dadra & Nagar Haveli
CIN: L99999DN1983PLC000045
Contact:+ 91-022-61637000/7001
E-mail: complianceofficer@aymgroup.com
Website: www.aymsyntex.com

Information at glance:	
Particulars	Notes
Cut-off date to determine eligible members to vote on	Friday, 12 July 2024 the resolutions
Voting start time and date	9.00 a.m. IST, Friday, July 19,2024
Voting end time and date	5.00 p.m. IST, Saturday, August 17,2024
Date on which the resolution is deemed to be passed	Saturday, August 17, 2024 Last date of voting
Name, address and contact details of Registrar and	Mr. Lochan Chavan Link Intime India Pvt. Ltd, C-101, 247 Share Transfer Agent. Park, LBS.Marg, Vikhroli (West), Mumbai - 400083. Email- mumbai@linkintime.co.in Contact: +91 22 49186000 and +91 22 49186060
Name, address and contact details of e-voting service provider.	Amit Vishal Deputy Vice President Pallavi Mhatre Senior Manager National Securities Depository Limited 4th Floor, A Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, India. Contact details: evoting@nsdl.com ; Contact number- 022 - 4886 7000 and 022 - 2499 7000
NSDL e-voting website address	https://www.evoting.nsdl.com/