

## NOTICE OF 35TH ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting of the Members of **AKSHARCHEM (INDIA) LIMITED** will be held on Monday, 30th September, 2024 at 10:30 a.m. at the Registered Office of the Company at "Akshar House", Chhatral-Kadi Road, Indrad-382715, Mahesana, Gujarat to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2. To declare a final dividend on Equity Shares of the Company for the financial year 2023-24.
3. To appoint a director in place of Mrs. Paru M. Jaykrishna (DIN: 00671721), liable to retire by rotation and being eligible, offers herself for re-appointment.
4. To appoint a director in place of Mr. Gokul M. Jaykrishna (DIN: 00671652), liable to retire by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 5. APPOINTMENT OF MR. NIRAV KALYANBHAI SHAH (DIN: 00397336) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

**"RESOLVED THAT** pursuant to provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, Mr. Nirav Kalyanbhai Shah (DIN: 00397336) who was appointed as an Additional Director (Non-Executive & Independent Director) of the Company w.e.f. 2nd August, 2024 by the Board of directors and whose term of office expires at this 35th Annual General Meeting and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director and who has submitted a declaration that he meet the criteria for independence as provided under in Section 149(6) of the Act, along with Rules framed there under and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, to hold office for a term of 5 (Five) consecutive years commencing from 2nd August, 2024 to 1st August, 2029 (both days inclusive) and whose office shall not be subject to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds and take all necessary steps as may be necessary, proper or expedient to give effect to this resolution."

#### 6. APPOINTMENT OF MR. SAMEER SURENDRANARAYAN SINHA (DIN: 00217107) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

**"RESOLVED THAT** pursuant to provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, Mr. Sameer Surendranarayan Sinha (DIN: 00217107) who was appointed as an Additional Director (Non-Executive &

Independent Director) of the Company w.e.f. 2nd August, 2024 by the Board of directors and whose term of office expires at this 35th Annual General Meeting and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director and who has submitted a declaration that he meet the criteria for independence as provided under in Section 149(6) of the Act, along with Rules framed there under and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, to hold office for a term of 5 (Five) consecutive years commencing from 2nd August, 2024 to 1st August, 2029 (both days inclusive) and whose office shall not be subject to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds and take all necessary steps as may be necessary, proper or expedient to give effect to this resolution."

#### 7. APPOINTMENT OF MR. KEYUR DHANVANTLAL GANDHI (DIN: 02448144) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

**"RESOLVED THAT** pursuant to provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, Mr. Keyur Dhanvantlal Gandhi (DIN: 02448144) who was appointed as an Additional Director (Non-Executive & Independent Director) of the Company w.e.f. 2nd August, 2024 by the Board of directors and whose term of office expires at this 35th Annual General Meeting and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director and who has submitted a declaration that he meet the criteria for independence as provided under in Section 149(6) of the Act, along with Rules framed there under and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, to hold office for a term of 5 (Five) consecutive years commencing from 2nd August, 2024 to 1st August, 2029 (both days inclusive) and whose office shall not be subject to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds and take all necessary steps as may be necessary, proper or expedient to give effect to this resolution."

#### 8. APPOINTMENT OF MR. SACHIN M. JAYKRISHNA (DIN: 10712990) AS DIRECTOR OF THE COMPANY

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

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 (the 'Act') and the relevant Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company, Mr. Sachin M. Jaykrishna (DIN: 10712990), who was appointed as an Additional Director of the Company with effect from August 2, 2024 and who holds office till the date of this 35th Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a Notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

**9. APPOINTMENT OF MR. SACHIN M. JAYKRISHNA (DIN: 10712990) AS WHOLE TIME DIRECTOR (EXECUTIVE DIRECTOR) OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 (the ‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the ‘Rules’) and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Articles of Association of the Company and subject to approval of the Central Government and other approval(s), as may be required, the consent of the Members of the Company be and is hereby accorded for the appointment and terms of remuneration of Mr. Sachin M. Jaykrishna (DIN: 10712990) as Whole Time Director (Executive) of the Company for a period of 3 consecutive years with effect from August 2, 2024 up to August 1, 2027, liable to retire by rotation, as recommended by the Nomination and Remuneration Committee and approved by the Board of directors, upon the terms and conditions set out in the Explanatory Statement (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) including the approval accorded for payment of annual remuneration exceeding the limits to such Executive Director who is promoters or members of the promoters group, if any remain in force and valid till expiry of existing term of such Executive Director, with authority to the Board of Directors (which shall be deemed to include a Committee of the Board) to alter and vary the terms and conditions of the said appointment and remuneration in such manner as may be agreed to between the Board of Directors and Mr. Sachin M. Jaykrishna.

**RESOLVED FURTHER THAT** Mr. Sachin M. Jaykrishna, Whole Time Director of the Company shall be entitled to receive remuneration including salary and other allowances upto the limits approved by the members by way of this resolution, as minimum remuneration notwithstanding that such remuneration, along with the remuneration to be received by him from the Company's subsidiary(ies)/ associate(s), if any at any point of time exceed the limit specified under Section 197 of the Companies Act, 2013 read with Schedule V thereto and limits mentioned in Regulation 17 of SEBI Listing Regulations in the event of loss or inadequacy of profits during his tenure calculated in accordance with applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 and 198 of the Act read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to approval of the Central Government, if any, the consent of the Members of the Company, be and is hereby accorded for payment of remuneration to Mr. Sachin M. Jaykrishna during his tenures in excess of the limits prescribed under the second proviso to sub-section (1) of Section 197 of the Act and shall exceed the computation of the net profits of the Company, if any for that financial year computed in the manner laid down in Section 198 of the Act except as may be authorised by the Company, subject to the provisions of Schedule V to the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds and things and execute all such document(s), instrument(s), and writing(s) as the Board may in its absolute discretion, consider necessary, expedient or desirable, including power to sub-delegate, in order to give effect to this resolution.”

**10. RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITORS**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force),

Consent of the members of the Company be and is hereby accorded for M/s. M. I. Prajapati & Associates, Cost Accountants, Ahmedabad (Firm Registration No. 101450), appointed as Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2024-25, be paid a remuneration of ₹ 45,000/- (Rupees Forty Five Thousand Only) plus taxes as applicable and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit.

**RESOLVED FURTHER THAT** Mrs. Paru M. Jaykrishna (DIN: 00671721), Chairperson & Managing Director of the Company or Mr. Munjal M. Jaykrishna (DIN: 00671693), Joint Managing Director & CEO of the Company be and are hereby severally authorized to do all such acts, things and deal with all such matters and take steps as may be necessary to give effect to this resolution.”

**11. PRIVATE PLACEMENT OF NON-CONVERTIBLE DEBENTURES AND/OR OTHER DEBT SECURITIES**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 42 and 71 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 framed there under and all other applicable rules, if any, and other applicable Guidelines and Regulations issued by the Securities and Exchange Board of India, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any other applicable law for the time being in force (including any statutory modification(s) or amendment thereto or re-enactment thereof for the time being in force) and subject to the provisions of the Articles of Association of the Company and such other approvals as may be required from regulatory authorities from time to time, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any committee thereof) to make offer(s), invitation(s), to subscribe and issue Non-Convertible Debentures (‘NCDs’), Bonds, Commercial Papers (‘CP’) or any other Debt Securities in one or more series/tranches aggregating upto Rs. 300 crores (Rupees Three Hundred Crores Only), whether rupee denominated or denominated in foreign currency, during the period commencing from the date of passing of special resolution till completion of one year thereof or the date of next Annual General Meeting be held in calendar year 2025, whichever is earlier, on such terms and conditions and at such times and at par or at such premium, as the Board may, from time to time determine and consider proper and most beneficial to the Company including as to when the said Non Convertible Debentures and /or Bonds and/or Commercial Papers or other debt securities be issued, the consideration for the issue, utilisation of the issue proceeds and all matters connected with or incidental thereto.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things, and execute all such deeds, documents, instruments and writings, and take all such steps as it may in its sole and absolute discretion deem necessary including for the purpose of determining terms of issue of Non-Convertible Debentures and/or Bonds and/or Commercial Papers and/or other debt securities and to settle all questions, difficulties and doubts that may arise in relation thereto.”

For and on behalf of Board of Directors

Place : Ahmedabad  
Date : August 02, 2024

**PARU M. JAYKRISHNA**  
Chairperson & Mg. Director  
DIN: 00671721

**Registered Office:**

“Akshar House”,  
Chhatral-Kadi Road,  
Indrad – 382 715,  
Mahesana, Gujarat (India)  
CIN : L24110GJ1989PLC012441  
Phone: +91 2764 233007  
Website: www.aksharchemindia.com  
Email id: cs@aksharchemindia.com

## NOTES

### 1. Proxy

**A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company, either in person or through post, duly completed and signed, not later than forty-eight hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

### 2. Explanatory Statement

The relevant explanatory statement pursuant to provisions of Section 102 of the Companies Act, 2013 ("the Act") relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") as set out under Item No. 5 to 11 of the Notice, is annexed hereto.

### 3. Book Closure

Pursuant to the provisions of Section 91 of the Companies Act, 2013, Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, September 24,**

**2024 to Monday, September 30, 2024 (both days inclusive).**

### 4. Directors proposed to be re-appointed

At the ensuing Annual General Meeting, Mrs. Paru M. Jaykrishna (DIN: 00671693) and Mr. Gokul M. Jaykrishna (DIN: 00671652), retire by rotation and being eligible, offers themselves for re-appointments. The Board of Directors of the Company recommends the re-appointment. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in annexure to notice of Annual General Meeting.

### 5. Payment of Dividend

The dividend on equity shares for the financial year 2023-24, if declared by the members, will be paid within thirty days of declaration by members:

- (i) in respect of shares held in physical form, to those members whose names appear in the Register of Members of the Company on **Monday, September 23, 2024.**
- (ii) in respect of shares held in electronic form, to those beneficial owners whose names appear in the statements of beneficial ownership furnished by NSDL and CDSL as at the end of business hours on **Monday, September 23, 2024.**

The members are hereby informed that the Company is required to transfer the dividends, which remain unclaimed for a period of seven years, to the Investor Education and Protection Fund ("IEPF") constituted by the Central Government.

The Company has uploaded the details of unpaid and unclaimed amount lying with the Company as on March 31, 2024, on the website of the Ministry of Corporate Affairs. The following are the details of dividends declared by the Company and respective due dates for transfer of unclaimed dividend to IEPF:

Dividend Year	Date of Declaration of Dividend	Due date of transfer to IEPF
2017-18 – Final	28/09/2018	26/10/2025
2018-19 – Final	30/09/2019	28/10/2026
2019-20 – Interim	11/03/2020	08/04/2027
2020-21 – Final	28/09/2021	26/10/2028
2021-22 – Final	28/09/2022	26/10/2029
2022-23 – Final	27/09/2023	25/10/2030

The members are advised to send their requests for payment of unpaid dividend pertaining to the financial years 2017-18 to 2022-23 to our Registrar and Share Transfer Agent for payment before the same becoming due for transfer to IEPF.

### 6. TDS on Dividend

Pursuant to the changes introduced by the Finance Act 2020, w.e.f. 1st April 2020, the Company would be required to deduct tax at source (TDS) at the prescribed rates on the dividend paid to its shareholders. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Accordingly, the above referred Final Dividend will be paid after deducting the TDS. The documents such as Form 15G/ Form 15H / Form 10F, documents under sections 196, 197A of the Act, FPI Registration Certificate, Tax Residency Certificate, Lower Tax Certificate etc. can be uploaded on the link <https://iiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> or through e mail on [cs@aksharchemindia.com](mailto:cs@aksharchemindia.com) on or before Thursday, September 19, 2024 to enable the Company to determine the appropriate TDS / withholding tax rate applicable.

### 7. Transfer of Shares to demat account of IEPF Authority

The members may kindly note that pursuant to the provisions of Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ("IEPF Rules"), all shares in respect of which dividend has remained unclaimed/unpaid for seven consecutive years or more shall be transferred by the Company to the demat account of Investor Education and Protection Fund Authority ("IEPF Authority").

### 8. Dispatch of documents through electronic mode / Registration of E-mail addresses

In pursuance of the provisions of the Companies Act, 2013 and the Rules made there under, the Company proposes to send documents like notice of general meeting, Annual Report, etc. to the shareholders through electronic mode. The members who have not registered their e-mail address so far, are requested to register their email address (or change therein, if

any) with their Depository Participant (where the shares are held in dematerialized form) or our Registrar and Share Transfer Agent (where the shares are held in physical form) by submitting the requisite form.

#### 9. SWAYAM – Self-Service Portal for Investors

'SWAYAM' is a secure, user-friendly web-based application, developed by "Link Intime India Pvt Ltd.", our Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. We request shareholders to get registered and have first-hand experience of the portal. This application can be accessed at <https://swayam.linkintime.co.in>. It is effective Resolution of Service Request – Generate and Track Service Requests/Complaints through SWAYAM, Track Corporate Actions like Dividend/Interest/Bonus/split, provides access to PAN linked accounts, Company wise holdings and security valuations, Effortlessly Raise request for Unpaid Amounts, Two-factor authentication (2FA) at Login – Enhances security for investors.

#### 10. Voting through electronic means

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility to members to exercise their right to vote by electronic means (e-voting) and the business may be transacted through e-Voting Services.

The Members desiring to vote through electronic mode may refer to the detailed procedure on remote e-voting given hereinafter.

##### Voting Options

10.1 The Company has engaged National Securities Depository Limited ("NSDL") to provide the facility of casting the votes by the members using an electronic voting system from a place other than the venue of Annual General Meeting ("Remote E-voting").

10.2 The facility for voting through ballot paper shall also be made available at the Annual General Meeting and the members attending the Annual General Meeting who have not cast their vote by Remote E-voting shall be able to exercise their right at Annual General Meeting.

10.3 The members who have cast their vote by Remote E-voting prior to Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again at Annual General Meeting.

10.4 The remote e-voting period commences on Thursday, September 26, 2024 (09:00 am) and ends on Sunday, September 29, 2024 (05:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, September 23, 2024, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

10.5 The instructions for remote e-voting are as under:

##### **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 shareholder	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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.</li> <li>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center; margin-top: 20px;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p> </div> <div style="text-align: center;">  <p><b>Google Play</b></p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login</li> </ol>

	<p>&amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdsindia.com">www.cdsindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login Type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33</p>

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

**4. Your User ID details are given below :**

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
(i). 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*****).
(ii). 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*****).
(iii). 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.nsd.com](http://www.evoting.nsd.com).
  - (b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - (c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - (d) 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?

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 and General Meeting is in active status.
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.

#### 10.6 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 [makwanabipin577@gmail.com](mailto:makwanabipin577@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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.nsd.com](http://www.evoting.nsd.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.nsd.com](http://www.evoting.nsd.com) or call on : 022 - 4886 7000 or send a request to Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### 10.7 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@aksharchemindia.com](mailto:cs@aksharchemindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@aksharchemindia.com](mailto:cs@aksharchemindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto: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.
- 10.8 A person who becomes a member of the Company after dispatch of notice of Annual General Meeting and holding shares as on the cut-off date i.e. Monday, September 23, 2024, may obtain the User ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or [cs@aksharchemindia.com](mailto:cs@aksharchemindia.com) or call on toll free no. 1800-222-990.
- 10.9 The Board of Directors of the Company has appointed Mr. Bipin L. Makwana, Practicing Company Secretary (Membership No. A15650) to scrutinise the voting at Annual General Meeting and Remote E-voting process in a fair and transparent manner.
- 10.10 The Chairperson shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- 10.11 The scrutinizer shall, immediately after the conclusion of

- voting at the Annual General Meeting, first count the votes cast at the Annual General Meeting and thereafter unblock the votes cast through Remote E-voting in the presence of at least two witnesses not in the employment of the Company.
- 10.12 The Scrutinizer shall make, not later than 48 Hours of conclusion of the Annual General Meeting, a consolidated scrutinizer's report and submit the same to the Chairperson of Annual General Meeting or any other person authorized by Chairperson in writing who shall countersign the same and declare the results of the voting forthwith. The results declared along with scrutinizer's report shall be placed on the Company's website [www.aksharchemindia.com](http://www.aksharchemindia.com) and on the website of NSDL immediately after the results are declared. The results shall also be immediately forwarded to the BSE Limited (BSE), Mumbai and National Stock Exchange of India Ltd (NSE), Mumbai.
11. Corporate members, intending to depute their authorised representatives to attend the meeting pursuant to Section 113 of the Act, are requested to send to the Company a duly certified true copy of the Board Resolution / Power of Attorney authorizing their representatives to attend and vote on their behalf at the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
12. 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.
13. In terms of the amendments to the Listing Regulations, requests for effecting transfer or transmission or transposition of securities in physical form shall not be processed unless the securities are held in dematerialized form with the depository, i.e. NSDL or CDSL. Therefore, Members who hold physical securities are requested to demat their physical holding.
14. Attendance slip and proxy form are annexed hereto.
15. Members can send their queries, if any, to reach the Company's Registered Office at least 10 days before the date of Annual General Meeting so that information can be made available at Annual General Meeting. The members are requested to bring their attendance slip at the meeting.
16. All documents referred to in the notice and the explanatory statement requiring the approval of the members at the Annual General Meeting and other statutory registers shall be available for inspection by the members at the Registered Office of the Company during office hours on all working days between 11.00 a.m. to 1.00 p.m. from the date hereof up to the date of ensuing Annual General Meeting.
17. Members may also note that the Notice of the thirty fifth Annual General Meeting and the Annual Report for 2023-24 will also be available on the Company's website [www.aksharchemindia.com](http://www.aksharchemindia.com) for their download. The physical copies of the aforesaid documents will also be available at the Registered Office of the Company during office hours on all working days between 11.00 a.m. to 1.00 p.m., except Sundays and holidays.
18. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Link Intime India Private Limited. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.
19. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
20. A route map showing directions to reach the venue of the 35th Annual General Meeting is given along with this Annual Report as per the requirement of the Secretarial Standards - 2 on General Meetings.

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

As required under section 102 (1) of the Companies Act, 2013, the following Statement set out all the material facts relating to the Special Business mentioned in the accompanying Notice.

### Item No. 5

The Board of Directors, upon recommendation of Nomination and Remuneration Committee, appointed Mr. Nirav Kalyanbhai Shah (DIN: 00397336) as an Additional Director of the Company in the category of Independent Director (Non-Executive) for a term of 5 years with effect from 2nd August, 2024 to 1st August, 2029 (both days inclusive), subject to approval of the Members of the Company.

Mr. Nirav Shah is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Nirav Shah that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the SEBI (Listing Obligations and

Disclosure Requirements) Regulations 2015 ('Listing Regulations') and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. He has also confirmed about the compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014 before his appointment, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The Company has also received notice from a Member in writing under section 160 of the Act proposing his candidature as an Independent Director of the Company.

The additional information as per Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by Institute of Company Secretaries of India (ICSI), are provided hereunder:

Name	Mr. Nirav Kalyanbhai Shah
DIN	00397336
Date of Birth	15-06-1973
Age	51 Years
Date of appointment/ re-appointment	2nd August, 2024 (Initial Date of Appointment)
Qualifications	Bachelor's degree in Commerce and has done his Post-Graduate Credit Course in International Business Strategy and Corporate Finance from London School of Economics.
Brief Profile and Expertise in specific functional areas	<p>Entrepreneur, Leadership, Experience in expansion and management of business, Expertise in International Business Strategies and Corporate Finance.</p> <p>Mr. Nirav Shah is a Managing Director of Jayatma Technologies Private Limited and CEO of Jayatma Industries Limited. He is third generation entrepreneur and has Management Experience of 25+ years. He extensively contributes to society. He is the managing Trustee of Gujarat e-Sports Association. He is an active member of YPO Gujarat Chapter, South Asia (Young Presidents Organisation) and has held leadership positions in the Chapter and Championed regional as well as international events. He is Independent Board Member of Arvind Smartspaces Ltd. and Freewill Sports Pvt. Ltd. (NIVIA). He has been board member for the Uttar Gujarat Vij Company Limited-Electricity distribution arm of Government of Gujarat for northern region of the state from 2019-2023. He has also been part of Vibrant Gujarat Global Summit Business delegations to Europe, Asia, Middle East, USA and Scandinavia since 2009. He was the member of the Delegation lead by Hon. Chief Minister of Gujarat, Shri Narendra Modi, to China in November 2011. He has been an invitee member of the CII Gujarat Council. He was the Chairman of the Confederation of Indian Industry – Gujarat IT Task Force (2010 - 2012). He was the President of Gujarat Electronics and Software Industries Association for two consecutive years (2008-2010). He has also been the Co-Chair of the Industry Committee as well as the IT Committee of the Gujarat Chamber of Commerce and Industry for the year 2001-2002. He has been nominated as a member for the selection of the Vice Chancellor for the Ambedkar Open University.</p>
Relationship between directors inter se	None
Terms and conditions of appointment/ re-appointment	As per details provided in the Resolution and Explanatory Statement
Details of remunerations last drawn (FY 2023-24)	Not applicable
Details of remuneration sought to be paid	None
Number of Board meetings attended during the year	Not applicable, as this is his first appointment on the Board

No. of shares held in the Company including as a beneficial owner	Own - 0: On beneficial basis - 0
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	1. Jayatma Enterprises Limited 2. Jayatma Industries Limited 3. Arvind Smartspaces Limited
Membership of Committees (Audit and Stakeholders Relationship Committee in other listed entities)	Audit Committee (Member): 1. Jayatma Enterprise Limited, 2. Jayatma Industries Limited, 3. Arvind Smartspaces Limited  Stakeholders Relationship Committee (Member): 1. Jayatma Enterprise Limited, 2. Jayatma Industries Limited
Names of the listed entities from which the person has resigned in the past three years	None
In case of, independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The core skills/ expertise/ competencies as required in the case of an independent director are well defined by the Nomination and Remuneration Committee (NRC) of the Board in the context of its business and sector. Mr. Nirav Kalyanbhai Shah has distinguished track records and abilities. His experience being the Director in other companies including that of listed entities can bring immense value addition to our Company. Considering his educational background and rich experience, the NRC and the Board is of the view that Mr. Shah possesses relevant skills and capabilities required on the Board as an Independent director and that his continued association would be beneficial to the Company

In the opinion of the Board, Mr. Nirav Shah fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations for his appointment as an Independent Director of the Company and is independent of the management. The Company will benefit from his valuable experience, knowledge and counsel.

Mr. Shah, if appointed, will not be liable to retire by rotation. The terms and conditions of reappointment of Mr. Shah as an independent director would be made available for inspection to the members upon sending a request along with their DP/Client ID or Folio No. from their registered email address to the Company on [cs@aksharchemindia.com](mailto:cs@aksharchemindia.com).

None of the director(s) and key managerial personnel of the Company or their respective relatives, except Mr. Nirav Kalyanbhai Shah, to whom the Resolution relates, are concerned or interested, financially or otherwise in the Resolution mentioned in the Notice.

The Board recommends the Resolution set forth in the Notice for the approval of the members by way of Special Resolution.

**Item No. 6**

The Board of Directors, upon recommendation of Nomination and Remuneration Committee, appointed Mr. Sameer Surendranarayan Sinha (DIN: 00217107) as an Additional Director of the Company in the category of Independent Director (Non-Executive) for a term of 5

years with effect from 2nd August, 2024 to 1st August, 2029 (both days inclusive), subject to approval of the Members of the Company.

Mr. Sameer Sinha is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Sameer Sinha that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations') and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. He has also confirmed about the compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014 before his appointment, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The Company has also received notice from a Member in writing under section 160 of the Act proposing his candidature as an Independent Director of the Company.

The additional information as per Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by Institute of Company Secretaries of India (ICSI), are provided hereunder:

Name	Mr. Sameer Surendranarayan Sinha
DIN	00217107
Date of Birth	20-10-1967
Age	56 Years
Date of appointment/ re-appointment	2nd August, 2024 (Initial Date of Appointment)
Qualifications	M.S. in Civil Engineering, specialization in Construction Engineering & Management in Dec.1991 from Purdue University, U.S.A (School of Engineering & Krannert School Of Management)  B. S. in Civil Engineering, concentration in geo-technology and foundation engineering in June 1990 from Gujarat University, Ahmedabad, India (L.D. College of Engineering)
Brief Profile and Expertise in specific functional areas	He is Founder and Managing Director, Savvy Group, Ahmedabad. He began his professional career in Chicago working on multi-million dollar infrastructure projects between 1992 and 1996. He

	<p>returned to India in January 1996 to establish Savvy Infrastructures along with two college classmates. Since 1996, Savvy has established a formidable reputation in the real estate arena in Gujarat. He is extremely passionate about Sustainability and Technology. Under his leadership Savvy is today the leader in Green building development in Gujarat. Sustainable and holistic development has become the hallmark of all activities across the Group. Their passions include sustainable design and engineering, water conservation, cradle to cradle approach, organic farming, urban forestry. He founded Savvy Greens, a sustainability consulting company as part of the Savvy Group. Savvy Greens is today the leading green consultant in Gujarat specializing in Green Building Certification, SDG reports, ESG and GHG studies, Waste Management, LCA Analysis, Water and Energy Audit.</p> <p>Amongst others, he also holds various positions such as Chairman of CII, Indian Green Building Council, Ahmedabad and Member of National Executive Council, IGBC and Council Member of CII, Gujarat and Council Member of Indian Golf Union and Founding Member of Singularity University Ahmedabad Chapter and Member of Industry Advisory Board, L D College Of Engineering (AICTE) and Governing Council Member (FADP) of Ganpat University and Trustee of MGP Sarvodaya Kendra &amp; Gaushala.</p>
Relationship between directors inter se	None
Terms and conditions of appointment/ re-appointment	As per details provided in the Resolution and Explanatory Statement
Details of remunerations last drawn (FY 2023-24)	Not applicable
Details of remuneration sought to be paid	None
Number of Board meetings attended during the year	Not applicable, as this is his first appointment on the Board
No. of shares held in the Company including as a beneficial owner	Own - 50 On beneficial basis - 0
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	None
Membership of Committees (Audit and Stakeholders Relationship Committee in other listed entities)	None
Names of the listed entities from which the person has resigned in the past three years	None
In case of, independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The core skills/ expertise/ competencies as required in the case of an independent director are well defined by the Nomination and Remuneration Committee (NRC) of the Board in the context of its business and sector. Mr. Sameer Sinha has distinguished track records and abilities. His experience being the Director in other companies including that of listed entities can bring immense value addition to our Company. Considering his educational background and rich experience, the NRC and the Board is of the view that Mr. Sameer Sinha possesses relevant skills and capabilities required on the Board as an Independent director and that his continued association would be beneficial to the Company.

In the opinion of the Board, Mr. Sameer Sinha fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations for his appointment as an Independent Director of the Company and is independent of the management. The Company will benefit from his valuable experience, knowledge and counsel.

Mr. Sameer Sinha, if appointed, will not be liable to retire by rotation. The terms and conditions of reappointment of Mr. Sameer Sinha as an independent director would be made available for inspection to the members upon sending a request along with their DP/Client ID or Folio No. from their registered email address to the Company on [cs@aksharchemindia.com](mailto:cs@aksharchemindia.com).

None of the director(s) and key managerial personnel of the Company or their respective relatives, except Mr. Sameer Sinha, to whom the Resolution relates, are concerned or interested, financially or otherwise in the Resolution mentioned in the Notice.

The Board recommends the Resolution set forth in the Notice for the approval of the members by way of Special Resolution.

**Item No. 7**

The Board of Directors, upon recommendation of Nomination and Remuneration Committee, appointed Mr. Keyur Dhanvantlal Gandhi (DIN: 02448144) as an Additional Director of the Company in the category of Independent Director (Non-Executive) for a term of 5 years with effect from 2nd August, 2024 to 1st August, 2029 (both days inclusive), subject to approval of the Members of the Company.

Mr. Keyur Gandhi is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Keyur Gandhi that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the SEBI (Listing Obligations and

In the opinion of the Board, Mr. Keyur Gandhi fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations for his appointment as an Independent Director of the Company and is independent of the management. The Company will benefit from his valuable experience, knowledge and counsel.

Mr. Keyur Gandhi, if appointed, will not be liable to retire by rotation. The terms and conditions of reappointment of Mr. Keyur Gandhi as an independent director would be made available for inspection to the members upon sending a request along with their DP/Client ID or Folio No. from their registered email address to the Company on cs@aksharchemindia.com.

None of the director(s) and key managerial personnel of the Company or their respective relatives, except Mr. Keyur Gandhi, to whom the Resolution relates, are concerned or interested, financially or otherwise in the Resolution mentioned in the Notice.

The Board recommends the Resolution set forth in the Notice for the approval of the members by way of Special Resolution.

#### Item No. 8

The Board of directors of your company, based on the

recommendation of Nomination and Remuneration Committee (NRC), has appointed Mr. Sachin M. Jaykrishna (DIN: 10712990) as an Additional Director pursuant to Section 149 and 152 read with other relevant provisions of the Companies Act, 2013 effective from August 2, 2024. In accordance with the provisions of Section 161 of the Companies Act, 2013 Mr. Sachin M. Jaykrishna shall hold office up to the date of the 35th Annual General Meeting. The Company has received a Notice from a Member in writing under Section 160 of the Companies Act, 2013, proposing his candidature for the office of the Director along with the requisite fees, to be appointed as such under Section 149 of the Companies Act, 2013.

The Company has received requisite disclosure/ declarations pursuant to the Companies Act and SEBI Listing Regulations from Mr. Sachin Jaykrishna. Mr. Sachin Jaykrishna has confirmed that he has not been debarred from holding office of a director by virtue of any Order passed by SEBI or any other such authority.

The additional information as per Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by Institute of Company Secretaries of India (ICSI), are provided hereunder:

Name	Mr. Sachin Munjal Jaykrishna
DIN	10712990
Date of Birth	20-03-1998
Age	26 Years
Date of appointment/ re-appointment	2nd August, 2024 (Initial Date of Appointment)
Qualifications	Bachelor of Arts in International Relations from the prestigious Lehigh University, Bethlehem, Pennsylvania
Brief Profile and Expertise in specific functional areas	"Being a young entrepreneur takes the courage to discover ones vision, take action and back yourself", this is well defined in itself by, Mr. Sachin Jaykrishna, 26, who holds a Bachelor of Arts in International Relations from the renowned Lehigh University in Bethlehem, Pennsylvania. He currently serves as the President of the Silica Dahej Unit Brand Name AKSIL, at Aksharchem (India) Limited. Mr Jaykrishna brings a wealth of expertise in entrepreneurship, international relations, strategic planning, and corporate finance to his role. Under his leadership and practical overview, the Precipitated Silica Unit of the company has achieved significant success, benefiting from his extensive knowledge and experience in these domains.
Relationship between directors inter se	He is son of Mr. Munjal M. Jaykrishna, Joint Managing Director & CEO and grandson of Mrs. Paru M. Jaykrishna, Chairperson & Managing Director and nephew of Mr. Gokul M. Jaykrishna, Non-Executive Non-Independent Director of the Company
Terms and conditions of appointment/ re-appointment	As per details provided in the Resolution and Explanatory Statement
Details of remunerations last drawn (FY 2023-24)	Rs. 32.50 lakhs as President Silica Dahej Unit
Details of remuneration sought to be paid	As per details provided in the Resolution and Explanatory Statement
Number of Board meetings attended during the year	Not applicable, as this is his first appointment on the Board
No. of shares held in the Company including as a beneficial owner	0
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	None
Membership of Committees (Audit and Stakeholders Relationship Committee in other listed entities)	None
Names of the listed entities from which the person has resigned in the past three years	None
In case of, independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable

Disclosure Requirements) Regulations 2015 ('Listing Regulations') and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. He has also confirmed about the compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014 before his appointment, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of

Corporate Affairs. The Company has also received notice from a Member in writing under section 160 of the Act proposing his candidature as an Independent Director of the Company.

The additional information as per Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by Institute of Company Secretaries of India (ICSI), are provided hereunder:

Name	Mr. Keyur Dhanvantlal Gandhi
DIN	02448144
Date of Birth	25-01-1967
Age	57 Years
Date of appointment/ re-appointment	2nd August, 2024 (Initial Date of Appointment)
Qualifications	B.Com., LLB
Brief Profile and Expertise in specific functional areas	He has been practicing as an Advocate for the past 32 years in various courts and tribunals of Gujarat and before the Supreme Court, amongst other courts in India. His areas of practice included dispute resolution litigation, industrial disputes, commercial disputes, real estate disputes and advisory, and corporate advisory, amongst others. Earlier he was the practicing lawyer associated with Mr. K. S. Nanavati, Senior Advocate. Then, he became the Senior Partner at M/s. Nanavati Associates, a Law Firm, and subsequently he was the Senior Partner at M/s. K. Nanavati and Gandhi Associates, a Law Firm, focused on real estate advisory and legal drafting. In February 2022, he started his own law firm namely M/s. Gandhi Law Associates, which is full-service law firm based out of Ahmedabad (Gujarat) and has a branch in Surat. He has been involved in some of the most high-profile and contentious litigations on various areas of law, including civil & corporate laws, insolvency laws, debt recovery laws, electricity laws, corporate laws, arbitration, labour & industrial laws, real estate, and criminal laws. He is also an active Partner of M/s. D.C. Gandhi Associates, a Law Firm, which focuses on industrial dispute litigations in tribunals and courts across Gujarat.
Relationship between directors inter se	None
Terms and conditions of appointment/ re-appointment	As per details provided in the Resolution and Explanatory Statement
Details of remunerations last drawn (FY 2023-24)	Not applicable
Details of remuneration sought to be paid	None
Number of Board meetings attended during the year	Not applicable, as this is his first appointment on the Board
No. of shares held in the Company including as a beneficial owner	Own - 0 On beneficial basis - 0
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	The Sandesh Limited
Membership of Committees (Audit and Stakeholders Relationship Committee in other listed entities)	Audit Committee: None Stakeholders Relationship Committee (Chairman): The Sandesh Limited
Names of the listed entities from which the person has resigned in the past three years	None
In case of, independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The core skills/ expertise/ competencies as required in the case of an independent director are well defined by the Nomination and Remuneration Committee (NRC) of the Board in the context of its business and sector. Mr. Keyur Dhanvantlal Gandhi has distinguished track records and abilities. His experience being the Director in other companies including that of listed entities can bring immense value addition to our Company. Considering his educational background and rich experience, the NRC and the Board is of the view that Mr. Keyur Dhanvantlal Gandhi possesses relevant skills and capabilities required on the Board as an Independent director and that his continued association would be beneficial to the Company.

The Board commends the Ordinary Resolution set forth in the Notice in relation to appointment of Mr. Sachin M. Jaykrishna as Director of the Company for approval of the Members pursuant to the provisions of Companies Act, 2013 and SEBI Listing Regulations.

Except Mr. Sachin M. Jaykrishna and his relatives Mr. Munjal M. Jaykrishna, Mrs. Paru M. Jaykrishna and Mr. Gokul M. Jaykrishna, none of the other director(s) and key managerial personnel(s) of the Company and their respective relatives, are concerned or interested, financially or otherwise in the Resolution set forth in the Notice.

The Board recommends above the resolution for the approval of the members as an Ordinary Resolution.

**Item No. 9**

The Board of directors of your company, based on the recommendation of Nomination and Remuneration Committee (NRC), has appointed Mr. Sachin M. Jaykrishna (DIN: 10712990) as an Additional Director (Whole Time Director, Executive) pursuant to Section 149 and 152 read with other relevant provisions of the Companies Act, 2013 effective from August 2, 2024 for a period 3 (Three) Years), subject to approval of the members at the ensuing Annual General Meeting with other requisite approvals, if any. In accordance with the provisions of Section 161 of the Companies Act, 2013 Mr. Sachin M. Jaykrishna shall hold office up to the date of the 35th Annual General Meeting. The Company has received a Notice from a Member in writing under Section 160 of the Companies Act,

2013, proposing his candidature for the office of the Director along with the requisite fees, to be appointed as such under Section 149 of the Companies Act, 2013.

Accordingly, it is proposed to appoint Mr. Sachin M. Jaykrishna (DIN: 10712990) as Whole Time Director (Executive Director) for a term of 3 (Three) consecutive years with effect from August 2, 2024 upto August 1, 2027 pursuant to the provisions of the Companies Act, 2013 and the Rules made there under. He will be liable to retire by rotation.

Mr. Sachin M. Jaykrishna, 26, a Bachelor of Arts in International Relations from the renowned Lehigh University, Bethlehem, Pennsylvania. He currently serves as the President of the Silica Dahej Unit Brand Name AKSIL, at AksharChem (India) Limited. Mr. Jaykrishna brings a wealth of expertise in entrepreneurship, international relations, strategic planning, and corporate finance to his role. Under his leadership and practical overview, the Precipitated Silica Unit of the company has achieved significant success, benefiting from his extensive knowledge and experience in these domains.

The Company has received requisite disclosure/ declarations pursuant to the Companies Act and SEBI Listing Regulations from Mr. Sachin Jaykrishna. Mr. Sachin Jaykrishna has confirmed that he has not been debarred from holding office of a director by virtue of any Order passed by SEBI or any other such authority.

Brief term and conditions of appointment of Mr. Sachin M. Jaykrishna, are as hereunder:

<b>1. Remuneration</b>		
A.	Basic Salary	Rs. 168,750/- per month with effect from August 2, 2024 with such revisions as approved by the Board of Directors and/or Nomination and Remuneration Committee from time to time.
B.	Commission	In addition to the salary, perquisites and allowances payable, a commission, as may be decided by the Board of Directors at the end of each financial year calculated with reference to the net profits of the Company. Commission should not exceed 2% of the Company's Net Profit for each Financial Year subject to the overall ceiling stipulated in Section 196 and 197 read with Schedule V of the Companies Act, 2013.

**2. Perquisites:**

In addition to the salary and commission as outlined above, the Whole Time Director shall be entitled to perquisites/allowances as under:

Category "A"								
a.	Housing	<table border="0" style="width: 100%;"> <tr> <td style="width: 5%;">i)</td> <td>The expenditure incurred by the Company on hiring furnished accommodation for the Whole Time Director, subject to a ceiling of 60% of the salary, over and above 10% payable by the Whole Time Director.</td> </tr> <tr> <td>ii)</td> <td>In case the accommodation is owned by the Company, 10% of the salary of Whole Time Director shall be deducted by the Company.</td> </tr> <tr> <td>iii)</td> <td>In case no accommodation is provided by the Company, Whole Time Director shall be entitled to House Rent Allowance not exceeding 60% of his Salary.</td> </tr> </table>	i)	The expenditure incurred by the Company on hiring furnished accommodation for the Whole Time Director, subject to a ceiling of 60% of the salary, over and above 10% payable by the Whole Time Director.	ii)	In case the accommodation is owned by the Company, 10% of the salary of Whole Time Director shall be deducted by the Company.	iii)	In case no accommodation is provided by the Company, Whole Time Director shall be entitled to House Rent Allowance not exceeding 60% of his Salary.
i)	The expenditure incurred by the Company on hiring furnished accommodation for the Whole Time Director, subject to a ceiling of 60% of the salary, over and above 10% payable by the Whole Time Director.							
ii)	In case the accommodation is owned by the Company, 10% of the salary of Whole Time Director shall be deducted by the Company.							
iii)	In case no accommodation is provided by the Company, Whole Time Director shall be entitled to House Rent Allowance not exceeding 60% of his Salary.							
Explanation: The expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per the Income-tax Rules, 1962, subject to a ceiling of 10% of salary.								
b.	Medical Reimbursement	The Company shall reimburse expenses incurred for the Whole Time Director for himself and his family subject to a ceiling of one-month salary in a year or three months salary over a period of three years.						
c.	Leave Travel Concession	For the Whole Time Director and his family once in a year incurred in accordance with the rules of the Company.						
d.	Insurance	Insurance policy to cover personal effects, personal accident and medical expenses.						
e.	Club Fees	Fees of clubs subject to maximum five clubs. This will include admission or entrance fees and monthly and annual subscriptions.						
f.	Entertainment Expenses	The Company shall reimburse entertainment expense actually incurred in the course of business of the Company subject to such annual limits as may be fixed by the Board of Directors of the Company.						

Explanation: For the purposes of Category "A" family means the spouse, the dependent children and dependent parents of the Whole Time Director.	
Category "B"	Contribution to Provident Fund and Superannuation fund will not be included in the computation of the ceiling on remuneration to the extent they are, either singly or put together not taxable under the Income-tax Act, 1961. Gratuity not exceeding half month salary for each completed year of service. Gratuity and encashment of leave shall not be included in the computation of the ceiling on the remuneration.
Category "C"	The Company shall provide a car with driver and telephone at residence. Provision of Car for use on Company's business and telephone at residence will not be considered as perquisites.  Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the Whole Time Director.

**3. Overall Remuneration:**

The aggregate of salary, perquisites, allowances and commission in any one financial year shall exceed the limits prescribed under Section 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 or any statutory modifications or re-enactments thereof.
--

**4. Minimum Remuneration:**

In the event of absence or inadequacy of profits in any financial year during the currency of tenure of the Whole Time Director, the payment of salary, allowances, perquisites and all other payments shall be governed by the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013.
--

The additional information as per Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by Institute of Company Secretaries of India (ICSI), are provided hereunder:

Name	Mr. Sachin Munjal Jaykrishna
DIN	10712990
Date of Birth	20-03-1998
Age	26 Years
Date of appointment/ re-appointment	2nd August, 2024 (Initial Date of Appointment)
Qualifications	Bachelor of Arts in International Relations from the prestigious Lehigh University, Bethlehem, Pennsylvania
Brief Profile and Expertise in specific functional areas	"Being a young entrepreneur takes the courage to discover ones vision, take action and back yourself", this is well defined in itself by, Mr. Sachin Jaykrishna, 26, who holds a Bachelor of Arts in International Relations from the renowned Lehigh University in Bethlehem, Pennsylvania. He currently serves as the President of the Silica Dahej Unit Brand Name AKSIL, at Aksharchem (India) Limited. Mr Jaykrishna brings a wealth of expertise in entrepreneurship, international relations, strategic planning, and corporate finance to his role. Under his leadership and practical overview, the Precipitated Silica Unit of the company has achieved significant success, benefiting from his extensive knowledge and experience in these domains.
Relationship between directors inter se	He is son of Mr. Munjal M. Jaykrishna, Joint Managing Director & CEO and grandson of Mrs. Paru M. Jaykrishna, Chairperson & Managing Director and nephew of Mr. Gokul M. Jaykrishna, Non-Executive Non-Independent Director of the Company
Terms and conditions of appointment/ re-appointment	As per details provided in the Resolution and Explanatory Statement
Details of remunerations last drawn (FY 2023-24)	Rs. 32.50 lakhs as President Silica Dahej Unit
Details of remuneration sought to be paid	As per details provided in the Resolution and Explanatory Statement
Number of Board meetings attended during the year	Not applicable, as this is his first appointment on the Board
No. of shares held in the Company including as a beneficial owner	0
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	None
Membership pf Committees (Audit and Stakeholders Relationship Committee in other listed entities)	None
Names of the listed entities from which the person has resigned in the past three years	None
In case of, independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable

**The additional detailed information as per Section-II of Schedule-V of the Companies Act, 2013 are as follows:**

**i. General Information:**

a)	Nature of Industry	The Company is engaged in the business of manufacturing of Dyes, Pigments and Precipitated Silica.
b)	Date or expected date of commencement of commercial production	The Company is in the business of manufacturing of Dyes and Pigments since 1989 and Precipitated Silica since 2021.
c)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable
d)	Financial performance based on given indicators.	During the financial year 2023-24, a total income of the Company was Rs. 30249.57 lakhs and Profit/(Loss) Before Tax (PBT) was Rs. (1556.19) lakhs on standalone basis
e)	Foreign investments or collaborators, if any	The Company has not made any foreign investments and neither entered into any foreign collaborations.

**ii. Information about the Appointee:**

a.	Background details	Mr. Sachin Jaykrishna, 26, who holds a Bachelor of Arts in International Relations from the renowned Lehigh University in Bethlehem, Pennsylvania. Mr. Jaykrishna brings a wealth of expertise in entrepreneurship, international relations, strategic planning, and corporate finance to his role. Under his leadership and practical overview, the Precipitated Silica Unit of the company has achieved significant success, benefiting from his extensive knowledge and experience in these domains.
b.	Qualifications	Bachelor of Arts in International Relations from the renowned Lehigh University, Bethlehem, Pennsylvania
c.	Past remuneration	Rs. 32.50 lakhs as President Silica Dahej Unit
d.	Recognition or awards	Not Applicable
e.	Job profile and his suitability	He currently serves as the President of the Silica Dahej Unit Brand Name AKSIL, at Aksharchem (India) Limited and proposed to appoint him as Whole Time Director, Executive of the Company. He devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.
f.	Remuneration proposed	The details of the proposed remuneration are mentioned in Explanatory Statement as required under Section 102 of the Companies Act, 2013.
g.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is Commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.
h.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Nil

**iii. Other Information:**

a)	Reasons of loss or inadequate profits	Inadequate Profits is primarily due to the following factors : 1) Financial year 2023-24 was marked by accumulated consumer demand, persistent supply interruptions and significant increases in commodity prices. 2) The business was particularly affected by consumers destocking in response to the uncertain economic environment in European market, leading to decrease demand and lower realisations.
b)	Steps taken or proposed to be taken for improvement	The Company is confident that the situation will gradually improve and is well-poised to capitalize on upcoming opportunities through its operational excellence, maximized efficiency, expansion and elevated performance across the installed capacity.
c)	Expected increase in productivity and profits in measurable terms	The management has taken concrete steps to improve overall business growth and profitability. However, the actual outcome shall depend upon the prevailing global and local economic and geo political situation.

The Board commends the Special Resolution set forth in the Notice in relation to appointment of Mr. Sachin M. Jaykrishna as Whole Time Director, Executive for a period of three years with effect from August 2, 2024 for approval of the Members pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 and Regulation 17 of SEBI Listing Regulations.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Sachin M. Jaykrishna under Section 190 of the Companies Act, 2013.

Except Mr. Sachin M. Jaykrishna and his relatives Mr. Munjal M. Jaykrishna, Mrs. Paru M. Jaykrishna and Mr. Gokul M. Jaykrishna, none of the other director(s) and key managerial personnel(s) of the Company and their respective relatives, are concerned or interested, financially or otherwise in the Resolution set forth in the Notice.

The Board recommends above the resolution for the approval of the members as Special Resolution.

**Item No. 10**

The Board of Directors of the Company, on the recommendation of the Audit Committee, appointed M/s. M. I. Prajapati & Associates, Cost Accountants, Ahmedabad (Firm Registration No. 101450), as Cost Auditors for the financial year 2024-25. As per Section 148 of Companies Act, 2013 and applicable rules there under, the remuneration payable to the cost auditors is to be ratified by the members of the Company. The Board considers the remuneration payable to the cost auditors as fair and recommends the resolution contained in the notice for approval of the members. The Board recommends the resolution for your approval as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 10.

The Board of Directors recommends the passing of the Ordinary Resolution set out at item no. 10 for approval of the members.

**Item No. 11**

In order to augment resources inter alia, for financing capital expenditure and/or for general corporate purposes, the Company may offer or invite subscription for secured and/or unsecured, bonds, Commercial Paper ("CP") or any other Debt securities in one or more series / tranches on private placement basis.

Pursuant to the provision of Section 42 and any other applicable provisions of the Companies Act, 2013 read with Rule 14 of the

Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe securities has been previously approved by the members of the Company by a Special Resolution for each offer or invitation. Further, the sub rule (2) of the said Rule 14 states that in case of an offer or invitation to subscribe for non-convertible debentures on private placement, the Company shall obtain previous approval of the members by means of special resolution only once in a year for all the offers or invitations for such debentures during the year.

Accordingly, consent of the members is sought for passing a Special Resolution as set out under this item no. 11 of the Notice. This resolution enables the Board of Directors of the Company/its duly authorised Committee to offer or invite subscription for debt securities, including but not limited to non-convertible debentures, commercial paper, bonds, etc., whether in rupee denominated or denominated in foreign currency, in one or more series or tranches aggregating up to Rs. 300 crores (Rupees Three Hundred Crores Only), as deemed fit, from time to time, during the period commencing from the date of passing of special resolution till completion of one year thereof or the date of next Annual General Meeting to be held in calendar year 2025, whichever is earlier within a period of one year within the overall Borrowing limits of the Company, as approved by the Members from time to time.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 11.

The Board of Directors recommends the passing of the Special Resolution set out at item no. 11 for approval of the members.

For and on behalf of Board of Directors

Place : Ahmedabad  
Date : August 02, 2024

**PARU M. JAYKRISHNA**  
Chairperson & Mg. Director  
DIN: 00671721

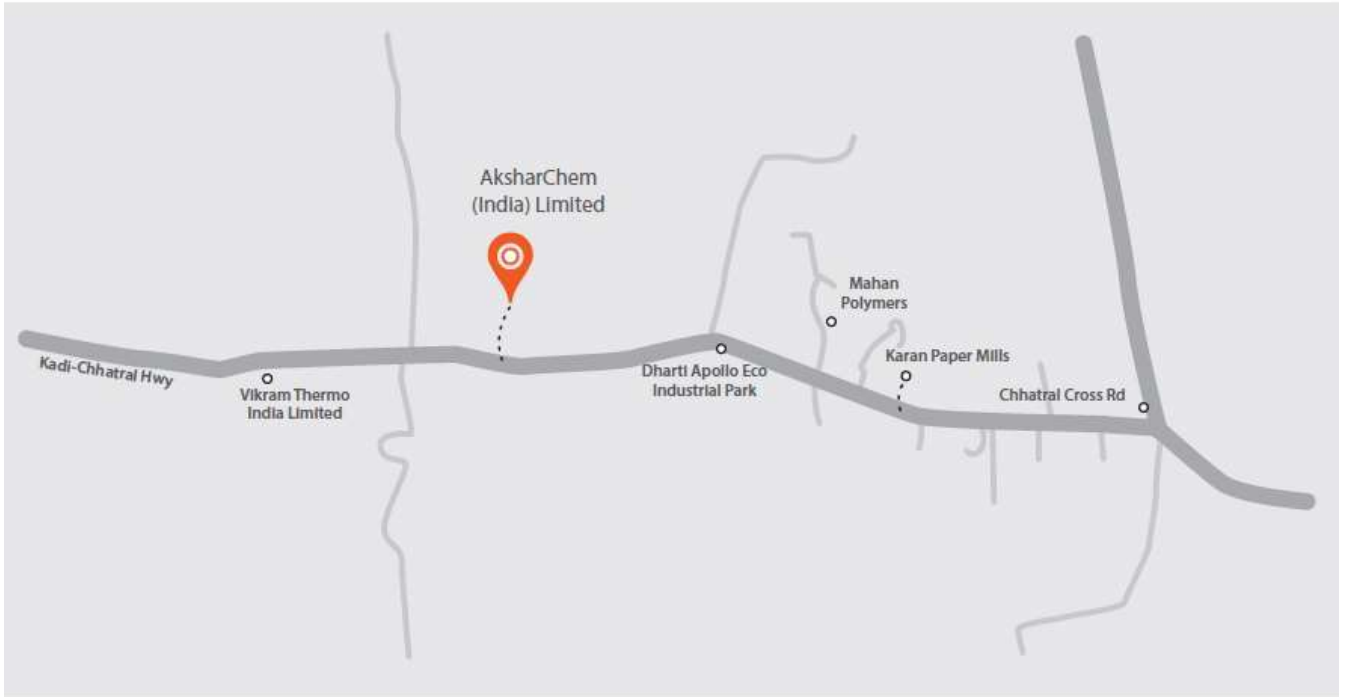
**Registered Office:**

"Akshar House",  
Chhatral-Kadi Road,  
Indrad – 382 715,  
Mahesana, Gujarat (India)  
CIN : L24110GJ1989PLC012441  
Phone: +91 2764 233007  
Website: www.aksharchemindia.com  
Email id: cs@aksharchemindia.com

**DISCLOSURE RELATING TO DIRECTORS PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2)**

	<b>Re-Appointment</b>	
Name	Mrs.Paru M.Jaykrishna	Mr.Gokul M.Jaykrishna
DIN	00671721	00671652
Date of Birth	05.08.1943	24.10.1968
Age	81 Years	55 Years
Date of appointment/ re-appointment	04.07.1989 (Initial date of appointment)	09.10.2015
Qualifications	Law Graduate, M.A. in English Literature and Bachelor's degree in Philosophy and Sanskrit	Major in Finance and Marketing from Lehigh University, Bethlehem (USA)
Brief Profile and Expertise in specific functional areas	She is a Law Graduate and holds a Bachelor's degree in Philosophy and Sanskrit & Master's degree in English Literature. Her role in the organisation is that of strategic decision-maker and policy-maker to ensure growth. She is one of the most renowned Women Entrepreneurs in India and was the First and only Elected Lady President of the Gujarat Chambers of Commerce and Industry in 75 years. In past, she has been the Director of the Tourism Corporation of Gujarat, Gujarat State Handloom House Corporation and the Small Industries Development Bank of India (SIDBI).	He has the experience of working with Krieger Associates, New Jersey (USA) one of the largest currency option traders.
Relationship between directors inter se	She is mother of Mr. Munjal M. Jaykrishna, Joint Managing Director & CEO and Mr. Gokul M. Jaykrishna, Non-Executive Non-Independent Director and grandmother of Mr. Sachin M. Jaykrishna, Additional Director (Whole Time, Executive) of the Company	He is son of Mrs. Paru M. Jaykrishna, Chairperson & Managing Director and brother of Mr. Munjal M. Jaykrishna, Joint Managing Director & CEO and uncle of Mr. Sachin M. Jaykrishna, Additional Director (Whole Time, Executive) of the Company
Terms and conditions of appointment/ re-appointment	She is Chairperson and Managing Director of the Company. As per terms of appointment, she is liable to retire by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible offer herself of reappointment. She is entitled for remuneration.	To be re-appointed as director liable to retire by rotation
Number of Board meetings attended during the year	4 out of 4	4 out of 4
No. of shares held in the Company including as a beneficial owner	31,22,673 Equity Shares held as a trustee(s) of M/s. Mrugesh Jaykrishna Family Trust-2	0
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	Asahi Songwon Colors Limited	1. Asahi Songwon Colors Limited, 2. The ANUP Engineering Limited
Membership of Committees (Audit and Stakeholders Relationship Committee in other listed entities)	None	None
Names of the listed entities from which the person has resigned in the past three years	None	None

**CHHATRAL CROSS ROAD TO AKSHARCHEM (INDIA) LIMITED**  
Route map to AGM





**AksharChem (India) Limited**  
**CIN: L24110GJ1989PLC012441**

Registered Office: "Akshar House", Chhatral-Kadi Road, Indrad – 382715, Mahesana, Gujarat  
Tel: +91 2764 233007/08/09/10, Website: www.aksharchemindia.com, email ID: cs@aksharchemindia.com

**ATTENDANCE SLIP**

35TH ANNUAL GENERAL MEETING on Monday, 30th day of September, 2024 at 10:30 a. m. at the Registered Office of the Company at "Akshar House", Chhatral-Kadi Road, Indrad – 382715, Mahesana, Gujarat

Registered Folio No./DP/ Client ID No.: \_\_\_\_\_

No of Shares held : \_\_\_\_\_

Name of the Member : \_\_\_\_\_

I/ We hereby record my/ our presence at the 35TH ANNUAL GENERAL MEETING of the Company held on Monday, 30th day of September, 2024 at 10:30 a.m. at "Akshar House", Chhatral-Kadi Road, Indrad – 382715, Mahesana, Gujarat.

\_\_\_\_\_  
Member's/ Proxy's Name in Block Letters

\_\_\_\_\_  
Member's/Proxy's Signature

Note:

1. Member/Proxy holders are requested to bring this Attendance Slip to the Meeting and handover the same at the entrance duly signed.
2. If signed by Proxy, his/her name Member's/Proxy's Signature should be written here in BLOCK Letters.



**AksharChem (India) Limited**  
**CIN: L24110GJ1989PLC012441**

Registered Office: "Akshar House", Chhatral-Kadi Road, Indrad – 382715, Mahesana, Gujarat  
Tel: +91 2764 233007/08/09/10, Website: www.aksharchemindia.com, email ID: cs@aksharchemindia.com

**PROXY FORM**  
**FORM MGT – 11**

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of Member (s)	:	_____
Regd. Address	:	_____
Email id	:	_____
Folio No./DP ID/Client Id	:	_____

I/We, being the member (s) of the AksharChem (India) Limited holding ..... Equity shares, hereby appoint:

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_  
or failing him/her:
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_  
or failing him/her:
3. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_



and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Monday, 30th September, 2024 at 10:30 a.m. at the Registered Office of the Company and any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2024 together with the reports of the Board of directors and auditors thereon.
2. To declare a final dividend on Equity shares of the Company for the financial year 2023-24.
3. To appoint a director in place of Mrs. Paru M. Jaykrishna (DIN: 00671721), liable to retire by rotation and being eligible, offers herself for re-appointment.
4. To appoint a director in place of Mr. Gokul M. Jaykrishna (DIN: 00671652) liable to retire by rotation and being eligible, offers herself for re-appointment.
5. Appointment of Mr. Nirav Kalyanbhai Shah (DIN: 00397336) as an Independent Director of the Company.
6. Appointment of Mr. Sameer Surendranarayan Shah (DIN: 00217107) as an Independent Director of the Company.
7. Appointment of Mr. Keyur Dhanvantlal Gandhi (DIN: 02448144) as an Independent Director of the Company.
8. Appointment of Mr. Sachin M. Jaykrishna (DIN: 10712990) as Director of the Company.
9. Appointment of Mr. Sachin M. Jaykrishna (DIN: 10712990) as Whole Time Director (Executive Director) of the Company.
10. Ratification of remuneration payable to Cost Auditors.
11. Private placement of non-convertible debentures and/or other debt securities

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024  
Signature of Shareholder \_\_\_\_\_

**Please affix  
Revenue  
Stamp**

\_\_\_\_\_  
Signature of first proxy holder

\_\_\_\_\_  
Signature of second proxy holder

\_\_\_\_\_  
Signature of third proxy holder

NOTE - This form of Proxy in order to be valid and effective has to be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.