

NOTICE IS HEREBY GIVEN THAT THE 29th ANNUAL GENERAL MEETING OF THE MEMBERS OF AHIMSA INDUSTRIES LIMITED WILL BE HELD ON FRIDAY, 20th OF SEPTEMBER, 2024 AT 11.30 A.M THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”) ORGANIZED BY THE COMPANY TO TRANSACT THE FOLLOWING BUSINESSES. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT 160, DEVRAJ INDUSTRIAL PARK, PIPLAJ-PIRANA ROAD, VILLAGE PIPLAJ AHMEDABAD - 382405

ORDINARY BUSINESS

1. To receive, consider and adopt the Annual Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mr. Ashutosh Gandhi (DIN: 00654563), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. Re-appointment of Mr. Ashutosh Gandhi (DIN: 00654563) as a Managing Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and subject to such other approvals as may be necessary, Mr. Ashutosh Gandhi (DIN:00654563), be and is hereby appointed as Managing Director of the Company for a period of 1 years commencing from 27th September, 2024 to 26th September, 2025 (liable to retire by rotation) at a remuneration as set out in the statement annexed to the notice, with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & remuneration Committee of the Board) to revise/ alter/ modify/ amend/change the terms and conditions as may be agreed to by the Board and Mr. Ashutosh Gandhi in accordance with the applicable provisions of the Companies Act, 2013.

“RESOLVED FURTHER THAT the overall managerial remuneration payable to Mr. ASHUTOSH GANDHI (DIN: 00654563) shall be such amount as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee & approval of the Audit

Committee but not exceeding the limit as set out in the statement annexed to the notice at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Managing Director be varied/altered/revised within said overall limit, in such manner as may be required during aforesaid period.”

“**RESOLVED FURTHER THAT** where in any Financial Year during the tenure of the said Managing Director, the Company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be within the limits as specified under Schedule V of the Companies Act, 2013.”

“**RESOLVED FURTHER THAT** any of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as they may in their absolute discretion deem necessary, proper or desirable and settle any question, difficulty or doubt that may arise in the said regard.”

4. Appointment of Ms. Pooja Rajan Ambure (DIN: 10482692) as Additional Director 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 the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and in pursuance to the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and on the recommendation of the Nomination and Remuneration Committee, Ms. Pooja Rajan Ambure (DIN: 10482692), who was appointed as an Additional Executive Director of the Company with effect from 2nd August, 2024 under Section 161 of the Companies Act, 2013, who is eligible for appointment and signifying her intention to be appointed as Executive Director of Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

5. Appointment of Ms. Pooja Rajan Ambure (DIN: 10482692) as a Executive Director of Company:

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

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and subject to such other

approvals as may be necessary, the consent of the Company be and is hereby accorded for the appointment of Ms. Pooja Rajan Ambure (DIN: 10482692) as Executive Director of the Company for a period of 5 years commencing from 2nd August, 2024 to 1st August, 2029 (liable to retire by rotation) at a remuneration as set out in the statement annexed to the notice, with full liberty to the Board of Directors (hereinafter referred to as the "Board" which shall be deemed to include the Nomination & remuneration Committee of the Board) to revise/ alter/ modify/ amend/change the terms and conditions as may be agreed to by the Board and Ms. Pooja Rajan Ambure in accordance with the applicable provisions of the Companies Act, 2013.

"RESOLVED FURTHER THAT the overall remuneration payable to Ms. Pooja Rajan Ambure (DIN: 10482692) shall be such amount as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee & Audit Committee but not exceeding the limit as set out in the statement annexed to the notice at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Executive Director be varied/alterd/revised within said overall limit, in such manner as may be required during aforesaid period."

"RESOLVED FURTHER THAT where in any Financial Year during the tenure of the said Executive Director, the Company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be within the limits as specified under Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as they may in their absolute discretion deem necessary, proper or desirable and settle any question, difficulty or doubt that may arise in the said regard."

6. Appointment of Mr. Abhishek Deepak Buddhadev (DIN: 07673161) as Additional Independent (Non-Executive) Director of Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and in pursuance to the provisions of SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015, Mr. Abhishek Deepak Buddhadev (DIN: 07673161), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from 2nd August, 2024 under Section 161 of the Companies Act, 2013, who is eligible for appointment and signifying his intention to be appointed as Non-Executive Independent Director of Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be

and are hereby severally authorized to do all such acts, deeds, matters and things, as they may in their absolute discretion deem necessary, proper or desirable and settle any question, difficulty or doubt that may arise in the said regard."

7. Appointment of Mr. Santosh Kamlesh Tripathi (DIN: 08517148) as Additional Independent (Non-Executive) Director of Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and in pursuance to the provisions of SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015, Mr. Santosh Kamlesh Tripathi (DIN: 08517148), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from 2nd August, 2024 under Section 161 of the Companies Act, 2013, who is eligible for appointment and signifying her intention to be appointed as Non-Executive Independent Director of Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as they may in their absolute discretion deem necessary, proper or desirable and settle any question, difficulty or doubt that may arise in the said regard."

8. Appointment of Ms. Almina Shaikh (DIN:-10715314) as an Additional Independent (Non-Executive) Director of Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and in pursuance to the provisions of SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015, **Ms. Almina Shaikh (DIN:-10715314)**, who was appointed as an Additional Non-Executive Independent Director of the Company with effect from 2nd August, 2024 under Section 161 of the Companies Act, 2013, who is eligible for appointment and signifying her intention to be appointed as Non-Executive Independent Director of Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be

and are hereby severally authorized to do all such acts, deeds, matters and things, as they may in their absolute discretion deem necessary, proper or desirable and settle any question, difficulty or doubt that may arise in the said regard."

9. TO SALE/ TRANSFER/ DISPOSE OFF WHOLE/ SUBSTANTIAL PART OF UNDERTAKING i.e. LAND AND BUILDING & PLANT AND MACHINERY OF THE COMPANY :

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

"RESOLVED THAT, pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the listing agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable members be and is hereby approved to sell / transfer / dispose off whole / substantial part of undertaking including Plant and Machinery, land and building situated at 160, Devraj Industrial Park, Piplaj-Pirana Road, Village Piplaj, Ahmedabad, Gujarat -382045 ("Undertaking"), as a going concern / on a slump sale basis on an **"as is where is"** basis on such terms and conditions, at such time(s), at such price, to such entity and in such form and manner as deemed fit by the Board."

"FURTHER RESOLVED THAT the Board be and is hereby authorised and empowered to finalize and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the Undertaking as they may in their absolute discretion deem fit. "

"FURTHER RESOLVED THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any Officers of the Company, with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments."

"RESOLVED FURTHER THAT certified copy of the resolution be and is hereby furnished to relevant authority with a request to act thereon."

10. ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and, if thought fit, to pass with or without modification(s), the following resolution

as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force) and the rules framed thereunder, and other applicable regulations, rules and guidelines issued, if any, and subject to approval of Ministry of Corporate Affairs, and any other appropriate regulatory / statutory authorities and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority, the consent of the members of the Company be and is hereby accorded to alter and amend existing Clause III (A) [Main Object] of the Memorandum of Association of Company by inserting sub-clause No. 3, 4, 5 & 6 after existing sub-clause No. 2 as under:

3. To carry on the business of Trading, manufacture, formulate, process, develop, refine, import, export, wholesale and/or retail and overseas trade all kinds of pharmaceuticals products, antibiotics, drugs, medicines, biologicals, nutraceuticals, healthcare, ayurvedic and dietary supplement products, medicinal preparations, vaccines, chemicals, chemical products, dry salters, mineral waters, wines, cordials, liquors, soups, broths and other restoratives or foods and also to deal in medicinal goods such as surgical instruments, contraceptives, photographic goods, oils, perfumes, cosmetics, patent medicines, soaps, artificial limbs, hospital requisites, proprietary medicines, veterinary medicines and tinctures extracts and to carry on the business of vialling, bottling, repacking, processing of tablets, capsules, syrups, injections, ointments, etc. and also to carry on the business of chemists, druggists, buyers, sellers, agents, distributors and stockiest of all kinds of pharmaceuticals and allied products.
4. To carry on all or any of the business of buying, selling, importing, exporting and dealing in goldsmiths, silversmiths, jewellery, diamond, rough diamonds, industrial diamonds, precious and semiprecious stones, plywood, blackboard, laminate, paints, varnishes, electrical and electronic goods, machines, tools, hardware items, domestic appliances, cosmetic articles, toilet goods, soaps, detergents, plastic materials, food provisions, tea, coffee, beverages, dry cells, batteries, dyes, iron and steel materials, cement fabrication items chemicals, adhesives, presentation articles, confectionery goods, cutlery goods, stationary goods, ferrous and non-ferrous materials, stainless steel goods, aluminums goods, mill stores, textile stores, pesticides, perfumes and essence, drugs, and pharmaceuticals goods, radios, televisions, hosiery, readymade garments and cloths, petroleum products, medicines, agricultural implements, laboratory equipment, scientific instruments, grocery materials, and kirana goods.
5. To carry on the business as Import and Export house and to perform all the functions and undertake all activities connected therewith including obtaining and dealing in licenses, quotas, certificates and other rights and to assist any company, firm, association, society in transfer of any technology whether from India or outside and to render services pertaining to foreign collaboration, project formulation and to act as representative/ agents of any domestic or foreign company for the purpose of such technology transfer.

6. To carry on in India or elsewhere the business as trader, importer, exporter, processor, distributor, retailer, wholesaler, agent, job worker, buyer, seller or re-seller of iron and steel products, tin plates, wire rods, blooms, slabs, sellers for any Item related to Iron, Steels, Ferrous and Non Ferrous Metals, electrical and electronic appliances, equipment's, plant and machinery used in commercial, industrial and professional purpose, agricultural, commercial, industrial products, householders, domestic automobiles, producer of farms and forest product, food products, dairy products, textile products, piece of art, plastic, chemicals and pharmaceuticals goods, cosmetic products, paper and paper products, leather and leather products, all types of glass and glassware, rubber and rubber product, petroleum and petroleum products, engineering products, plant and machinery, equipment, industrial and other wastes and bye-products, consumers goods, hardware stores, wines, liquors and other alcoholic and non-alcoholic or synthetic drinks, oil seeds essential oils and fats and their derivatives, tobacco products handicrafts, books and periodicals, arms accessories and arms wares and decors and other merchandise goods, organic & inorganic chemicals, pharmaceutical medicines, medicinal preparations, life - saving drugs and chemical products of medicaments in all its branches such as allopathic, ayurvedic, homeopathic, herbal, unani, siddha, bio-chemic used for treatment, cure and healthcare of human beings and animals including basic drugs.

RESOLVED FURTHER THAT any Director of the Company or Company Secretary of the Company, be and are hereby Jointly/Severally authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto including but not limited to signing and filing all the e-forms and other documents with the statutory authorities along with the Ministry of Corporate Affairs and to execute all such documents, instruments and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Ministry of Corporate Affairs or such other Authority arising from or incidental to the said amendment and to delegate all or any of the powers conferred herein as they may deem fit.”

FOR AHIMSA INDUSTRIES LIMITED

Date: 02/08/2024

Place: Ahmedabad

Sd/-

**ASHUTOSH GANDHI
MANAGING DIRECTOR
(DIN: 00654563)**

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has, vide its circular dated December 28, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Companies Act, 2013 (“the Act”), a Member who is entitled to attend and vote at the AGM is also entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this General Meeting is held through VC/OAVM, the physical attendance of members is dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113 of the Act, authorized representative of the Corporate Member(s) may be appointed for the purpose of participation in the 26th AGM through VC / OAVM and also for remote e-Voting during the 29th AGM.
3. No Route map has been sent along with this Notice of the Meeting as the meeting is held through VC/OAVM.
4. Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013.
5. In line with the MCA Circulars and the SEBI Circular, the Notice calling the AGM and the Annual Report for the F.Y 2023-24 has been uploaded on the website of the Company at www.ahimsaind.com. The Notice and the Annual Report for the F.Y 2023-24 can also be accessed from the websites of the Stock Exchange i.e. NSE Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evoting.nsdl.com.
6. The entire Shareholding of the Company is in dematerialized Form. Bifurcation of holding of Shareholders in Depositories as on March 31, 2024 has been formed part of this Report.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

8. MCA and SEBI have dispensed with the requirement of printing and sending physical copies of the Annual Report and the Notice of this Meeting. The Annual Reports together with the Notice of this meeting will be sending through registered email id to all those members who have registered their email ids with the Company or the Registrar and Transfer Agent or the Depositories or the Depository Participants as on Friday, 2nd August, 2024
9. Electronic copy of the Annual Report for 2023-24 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2023-24 is being sent in the permitted mode. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.
10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depositories Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 17th September 2024 at 9:00 A.M. and ends on Thursday, 19th September 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 13th September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 13th September, 2024.

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

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

Step 1: Access to NSDL e-Voting system





Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

In terms of SEBI circular dated December 9, 2020 As per SEBI (LODR), 2015 e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="532 558 1364 1010">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="532 1062 1364 1209">2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="532 1262 1364 1745">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="532 1797 1364 1894">4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">  App Store  Google Play </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in Demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at at toll free no. 1800 22 55 33

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

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

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

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in Demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

b) For Members who hold shares in Demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your Demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

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

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 niteshshah16@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
- 3 In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to Ms Pallavi Mhatre at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories/company 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@greenpet.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@greenpet.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE E-AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name Demat account number/folio number, email id, mobile number at cs@greenpet.in. The same will be replied by the company suitably.
6. The Company has appointed Mr. Nitesh P. Shah, Practicing Company Secretary as the Scrutinizer to conduct the voting process through remote e-voting for the AGM in a fair and transparent manner.
7. The results declared along with the Scrutinizer’s Report shall also be placed on the Company’s website www.ahimsaind.com and communicated to NSE Limited where the shares of the Company are listed.

Contact Details:**Company:****Registered Office:**

Plot No. 160, Devraj Industrial Park,
Piplaj Pirana Road,
Village Piplaj, Piplaj
Ahmedabad, Gujarat -382405

Telephone: 8511171049

Email ID: ahimsagreenpet@ymail.com

2023-24



Website: www.ahimsaind.com

CIN: L25200GJ1996PLC028679

Registrar and Transfer Agent:

Big share Services Private Limited

E2, Ansa Industrial Estate,

Sakivihar Road, Sakinaka,

Andheri East, Mumbai-400072

Tel. No: +91 22 40430200

**FOR AND ON BEHALF OF
AHIMSA INDUSTRIES LIMITED**

Sd/-

ASHUTOSH GANDHI

MANAGING DIRECTOR

DIN: 00654563

Date: 02/08/2024

Place: Ahmedabad

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Details of the Directors seeking Appointment /Re-Appointment in the 29th Annual General Meeting of the company pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Item No 2
Brief Profile of Mr. Ashutosh Gandhi

Mr. Ashutosh Gandhi is the Managing Director of Ahimsa Industries Limited and has over 35 years of experience in the field of Plastic Industry

Mr. Ashutosh Gandhi – Managing Director

Name of Director	Mr. Ashutosh Gandhi
DIN	00654563
Date of Birth	16/07/1966
Date of Appointment	24/01/1996
Relationship with other Directors Inter se	Spouse of Whole time Director Mrs. Sneha A. Gandhi
Profile & Expertise in Specific functional Areas	<p>Expertise in Plastic Engineering.</p> <ul style="list-style-type: none"> • From 1988-1989 he worked with Jyoti Plastic Industries at Vatva. • Thereafter till year 1990 he worked with SDC Polyurethane Private Limited as a Design Engineer and as a Site in-Charge. • After that he worked as Consultant in Overseas Project Consultancy for Polymer processing at African countries from 1990-1995. • From 1996 he started his own business under the name of Ahimsa Industries Private Limited and presently the company converted into Public Company i.e. Ahimsa Industries Limited
Qualification	He is a Plastic Engineer (With In-Plant Training) from Technical Examinations Board, Ahmedabad Gujarat.
No. of Equity Shares held in the Company	20,10,000 Shares
List of other Companies in which Directorships are held	NIL
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL

Item No.3:

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has proposed to re-appoint Mr. Ashutosh Gandhi as the Managing Director of the Company for a period of 1 (One) year w.e.f. 27th September, 2024, subject to approval of the members in General Meeting.

The Terms and Conditions are set out below:

1. TENURE OF APPOINTMENT:

The appointment of Mr. Ashutosh Gandhi as Managing Director is for a period of 1 year with effect from 27th September, 2024.

2. DUTIES AND RESPONSIBILITIES:

Mr. Ashutosh Gandhi, the 'Managing Director' of the Company shall, subject to the provisions of the Companies Act, 2013, and overall superintendence and control of the Board of Directors of the Company, shall perform such duties and exercise such powers, as have been or may, from time to time, be entrusted to, or conferred on him, by the Board of Directors of the Company.

3. REMUNERATION:

The overall managerial remuneration payable to Mr. ASHUTOSH GANDHI (DIN: 00654563) shall be such amount as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee & Audit Committee but not exceeding Rs. 50,00,000/- (Rupees Fifty lacs only) per annum at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Managing Director may be varied/alterd/revised within said overall limit, by the Board of Directors, as may be required during aforesaid period.

The total Remuneration payable includes:

- Basic salary
- Commission payable, if any
- House Rent Allowance(HRA)
- Reimbursements of actual travelling expenses for proceeding on Leave with Family to anywhere in India or abroad as per rules of the Company.
- Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company.
- Other benefits like Gratuity, Provident Fund, Leave etc. as applicable as per rules of the Company.
- Other perquisites and benefits as per the rules of Company

(b) Minimum Remuneration - Notwithstanding anything to the contrary herein contained, where in

any financial year during the currency of tenure of Mr. Ashutosh Gandhi, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary and perquisites within the limit as specified above.

4. OTHER TERMS OF APPOINTMENT:

(a) Mr. Ashutosh Gandhi shall not become interested or otherwise concerned, directly or through his spouse and/ or children, in any selling agency of the Company.

(b) The terms and conditions of the appointment of Mr. Ashutosh Gandhi may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mr. Ashutosh Gandhi, subject to such approvals as may be required.

(c) The employment of Mr. Ashutosh Gandhi may be terminated by the Company without notice or payment in lieu of notice:

(i) If Mr. Ashutosh Gandhi is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which he is required to render services; or

(ii) In the event of any serious, repeated or continuing breach (after prior warning) or non-observance by Mr. Ashutosh Gandhi of any of the stipulations contained herein; or

(iii) In the event the Board expresses its loss of confidence in Mr. Ashutosh Gandhi; or

(d) In the event Mr. Ashutosh Gandhi is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.

(e) Mr. Ashutosh Gandhi will be liable to retire by rotation

Pursuant to Clause (iv) of Section II of Schedule V of Companies Act, 2013 the following Statement is given: Mr. Ashutosh Gandhi (Item No.3 of Notice)

I	General Information	
1.	Nature of industry:	Engaged in Manufacture and supply of Pet Preforms.
	Date or expected date of Not Applicable commencement of commercial Production:	Existing Company in operation since 1996
	In case of new companies, expected date of commencement of activities	Not Applicable

	as per project approved by financial institutions appearing in the prospectus	
	Financial performance based on given indicators	In the financial year 2022-2023, the Company made a turnover of Rs. 2030.33 Lakhs and Profit of Rs. 9.52 Lakhs after tax.
	Foreign Investments or collaborations, if any	Not Applicable
II	Information about the appointee	
	Background details	Mr. Ashutosh Damubhai Gandhi, Promoter and Managing Director of our Company. He is a highly qualified and dynamic personality who is helping the Company to achieve new heights in business. He is a Plastic Engineer (With In-Plant Training) from Technical Examinations Board, Ahmedabad, and Gujarat. From 1988-1989 he worked with Jyoti Plastic Industries at Vatva. Thereafter till year 1990 he worked with SDC Polyurethane Private Limited as a Design Engineer and as a Site in-Charge. After that he worked as Consultant in Overseas Project Consultancy for Polymer processing at African countries from 1990-1995. From 1996 he started his own business under the name of Ahimsa Industries Private Limited and presently the company converted into Public Company i.e. Ahimsa Industries Limited
	Past remuneration (Rupees in Lakhs)	Rs. 24,10,800/- p.a.
	Recognition or awards	NIL
	Job profile and his suitability	He has been part of the group for the last 25 years and have lead successful growth of the business
	Remuneration proposed	As mentioned in the Resolution stated above
	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Ashutosh Gandhi is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.
	Pecuniary relationship directly or indirectly with the Company or	Spouse of Mrs. Sneha Gandhi, whole-time director of the company

	relationship with the managerial personnel, if any	
III	Other Information	
	Reasons of loss or inadequate profits	The proposed Remuneration is may not fall within limit specified Under Section 197 of Companies Act, 2013. However, the same in line with the Industry Standards for managerial personnel falling under the same cadre.
	Steps taken or proposed to be taken for improvement	Not Applicable
	Expected increase in productivity and profits in measurable terms	Not Applicable

Except Mr. ASHUTOSH GANDHI and Mrs. SNEHA ASHUTOSH GANDHI, none of the directors, key managerial personnel and their relatives is considered to be concerned or interested financially or otherwise, in the Resolution.

The Board of Directors recommend passing of the Resolution at Item No: 3 of the Notice.

Prescribed details of Mr. Ashutosh Gandhi is provided in the notes to the Notice.

Item No 4:

Ms. Pooja Rajan Ambure was appointed as an Additional Director of the Company with effect from 2nd August, 2024, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Ms. Pooja Rajan Ambure is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as Director of the company. She shall be liable to retire by rotation. Her brief resume, inter-alia giving his experience, shareholding in the company, other Directorship and other particulars forms part of this notice.

Pursuant to the provisions of section 152 (2) of the Companies Act, 2013, every director shall be appointed in the General Meeting by way of Ordinary Resolution. The Board is of the view that the appointment of Ms. Pooja Rajan Ambure as Executive Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 4 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives are concerned or

interested in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

Item No 5:

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has reappointed Ms. Pooja Rajan Ambure (DIN: 10482692), as Executive Director of the Company for a period of 5 (Five) years w.e.f. 2nd August, 2024, subject to approval of the members in General Meeting

Remuneration of Ms. Pooja Ambure upto Rs. 9,00,000/- per annum

Total Salary payable includes:

- Basic salary
- Commission payable, if any
- House Rent Allowance(HRA)
- Reimbursements of actual travelling expenses for proceeding on Leave with family to anywhere in India or abroad as per rules of the Company.
- Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company.
- Other benefits like Gratuity, Provident Fund, Leave etc. as applicable as per rules of the Company.
- Other perquisites and benefits as per the rules of Company

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of tenure of Ms. Pooja Rajan Ambure, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary and perquisites within the limit as specified above.

Pursuant to Clause (iv) of Section II of Schedule V of Companies Act, 2013 the following Statement is given: Ms. Pooja Rajan Ambure (Item No.5 of Notice)

I	General Information	
1.	Nature of industry:	Engaged in Manufacture and supply of Pet Preforms.
	Date or expected date of Not Applicable commencement of commercial Production:	Existing Company in operation since 1996
	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

	Financial performance based on given indicators	In the financial year 2022-2023, the Company made a turnover of Rs. 2030.33 Lakhs and Profit of Rs. 9.52 Lakhs after tax.
	Foreign Investments or collaborations, if any	Not Applicable
II	Information about the appointee	
	Background details	Ms. Pooja Ambure is the Executive Director. Pooja has completed Master Of Commerce (M.Com – Marketing) from Tolani College Of Commerce after successfully completing Bachelor Of Management Studies. Pooja further pursued Digital Marketing from the Indian Institute Of Digital Education. Pooja specializes in wealth management & has been tracking the finance sector. Pooja is an accomplished woman business leader and a multi-faceted professional with a proven track record in diverse industries and a genuine passion for empowering individuals and businesses. From technology to finance to healthcare. Pooja has demonstrated robust leadership in developing and executing successful strategic plans that drive innovation and growth. Pooja has introduced new ideas and strategies that have improved organizational performance by bringing in fresh perspectives and a different set of skills that are required for a strong corporate entity. In her career as a woman business leader, Pooja has promoted collaboration and inclusion in strategic planning, recognizing the importance of diverse perspectives and experiences in developing comprehensive and effective plans.
	Past remuneration (Rupees in Lakhs)	Rs. 9,00,000/- p.a.
	Recognition or awards	NIL
	Job profile and his suitability	she has been appointed as an Executive Director of the company w.e.f. 02/08/2024
	Remuneration proposed	As mentioned in the Resolution stated above
	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Ms. Pooja Ambure is comparable to that drawn by the peers in the similar capacity in the industry.
	Pecuniary relationship directly or	NA

	indirectly with the Company or relationship with the managerial personnel, if any	
III	Other Information	
	Reasons of loss or inadequate profits	The proposed Remuneration may not fall within limit specified Under Section 197 of Companies Act, 2013. However, the same in line with the Industry Standards for managerial personnel falling under the same cadre.
	Steps taken or proposed to be taken for improvement	Not Applicable
	Expected increase in productivity and profits in measurable terms	Not Applicable

None of the directors, key managerial personnel and their relatives is considered to be concerned or interested financially or otherwise, in the Resolution.

The Board of Directors recommend passing of the Special Resolution at Item No: 5 of the Notice.

Prescribed details of Ms. Pooja Ambure is provided in the notes to the Notice.

Item No 6:

Pursuant to the Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the "Act") and the Rules made thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and the Articles of Association of the Company, Mr. Abhishek Deepak Buddhadev (DIN: 07673161), on the recommendation of the Nomination and Remuneration Committee, was appointed by the Board of Directors ('the Board') as an Additional Director (Independent) of the Company with effect from 2nd August, 2024.

The Company has received declaration from Mr. Abhishek Deepak Buddhadev that he meets the criteria of independence, as prescribed, both under Section 149(6) of the Act and under Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Abhishek Deepak Buddhadev fulfills the conditions for appointment as an Independent Director, as specified in the Act, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Abhishek Deepak Buddhadev is independent of the management.

Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules 2014, provides for appointment of Independent Directors. It is proposed to appoint Mr. Abhishek Deepak Buddhadev as an Independent Director under Section 149 of the Act and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office for 5 (Five) consecutive years with effect from 2nd August, 2024 to 1st August, 2029.

Brief resume of Mr. Abhishek Deepak Buddhadev, nature of his expertise in specific functional areas and names of Companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se are provided in Annexure to this Notice.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

None of the Directors/Key Managerial Personnel of the Company/their relatives are concerned or interested in the said resolution.

Item No 7:

Pursuant to the Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the "Act") and the Rules made thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and the Articles of Association of the Company, Mr. Santosh Kamlesh Tripathi (DIN: 08517148), on the recommendation of the Nomination and Remuneration Committee, was appointed by the Board of Directors ('the Board') as an Additional Director (Independent) of the Company with effect from 2nd August, 2024.

The Company has received declaration from Mr. Santosh Kamlesh Tripathi that he meets the criteria of independence, as prescribed, both under Section 149(6) of the Act and under Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Santosh Kamlesh Tripathi fulfills the conditions for appointment as an Independent Director, as specified in the Act, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Santosh Kamlesh Tripathi is independent of the management.

Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules 2014, provides for appointment of Independent Directors. It is proposed to appoint Mr. Santosh Kamlesh Tripathi as an Independent Director under Section 149 of the Act and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office for 5 (Five) consecutive years with effect from 2nd August, 2024 to 1st August, 2029.

Brief resume of Mr. Santosh Kamlesh Tripathi, nature of his expertise in specific functional areas and names of Companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se are provided in Annexure to this Notice.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval of the Members.

None of the Directors/Key Managerial Personnel of the Company/their relatives are concerned or

interested in the said resolution.

Item No 8:

Pursuant to the Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the Rules made thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and the Articles of Association of the Company, Ms. Almina Shaikh (DIN: (DIN:- 10715314), on the recommendation of the Nomination and Remuneration Committee, was appointed by the Board of Directors (‘the Board’) as an Additional Director (Independent) of the Company with effect from 2nd August, 2024.

The Company has received declaration from Ms. Almina Shaikh that she meets the criteria of independence, as prescribed, both under Section 149(6) of the Act and under Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Ms. Almina Shaikh fulfills the conditions for appointment as an Independent Director, as specified in the Act, and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Ms. Almina Shaikh is independent of the management.

Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules 2014, provides for appointment of Independent Directors. It is proposed to appoint Ms. Almina Shaikh as an Independent Director under Section 149 of the Act and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office for 5 (Five) consecutive years with effect from 2nd August, 2024 to 1st August, 2029.

Brief resume of Ms. Almina Shaikh, nature of her expertise in specific functional areas and names of Companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se are provided in Annexure to this Notice.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval of the Members.

None of the Directors/Key Managerial Personnel of the Company/their relatives are concerned or interested in the said resolution.

Item No.9:

To sale/ transfer/ dispose off whole/ substantial part of undertaking i.e. land and building & plant and machinery of the company

As the Unit is considered no longer viable, after considering various options the Board decided to sell the same in the overall best interest of all the stakeholders. The Company proposed sale/ transfer/ dispose off whole/substantial part of the undertaking, specifically the entire undertaking i.e. Land And Building & Plant And Machinery situated at 160, Devraj Industrial Park, Piplaj-Pirana Road, Village

Piplaj, Ahmedabad, Gujarat -382045 (“Undertaking”), as a going concern / on a slump sale basis in the interest of the Company, to agreed parties on such term and conditions at such time(s), at such price, to such entity and in such form and manner as deemed fit by the Board.

For the purposes of this clause,—

(i) “Undertaking” shall mean an undertaking in which the investment of the company exceeds twenty per cent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty per cent of the total income of the company during the previous financial year;

(ii) The expression “substantially the whole of the undertaking” in any financial year shall mean twenty per cent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year;

1. Background:

The company is currently facing financial difficulties and has identified the need to reduce overall debt and interest costs. In response to these challenges, we have made the decision to explore options for monetizing our fixed assets, which include the Plant and Machinery, land and building owned by the company. Our primary objective is to realize the value associated with the assets of the factory premises.

Further the company has reduced the production at its factory. This decision was primarily made due to the extremely poor demand conditions in both the domestic and international markets, as well as the financial constraints faced by the company. This is reason behind sale/ transfer/ dispose off the whole/ substantial part of the undertaking.

2. Proposed Sale Options:

To achieve our objectives, we are considering various options for selling the undertaking. These options include:

a) Selling the unit as a whole: We may sell the entire undertaking to a suitable buyer who will acquire the assets and continue operations at the premises.

b) Selling the unit in parts: Alternatively, we may divide the undertaking into smaller parts and sell them individually, based on the specific requirements and market demand.

c) Selling in tranche: Another option is to conduct the sale in tranches, where the assets of the undertaking will be sold in stages or phases, allowing for a more strategic approach to the divestment process.

3. Use of sale proceed:

The net proceeds from the sale of the Undertaking will be utilized to repay the existing loans and reduce interest burden, or enhancement of working capital of the Company or general business purpose.

4. Regulatory Compliance:

The proposed sale of a substantial part of the undertaking is subject to the relevant provisions of the Companies Act, 2013, including Section 180(1)(a) of Companies Act, 2013 as well as the Companies (Management and Administration) Rules, 2014. The resolution presented in the previous notice adheres to these legal requirements. Additionally, we will obtain all necessary approvals, consents, and permissions from the appropriate authorities as deemed necessary and applicable.

5. Board's Authority:

The resolution proposed in the notice grants authority to the Board to finalize and execute the necessary documents, agreements, and deeds related to the sale of the undertaking. The Board is empowered to act in its absolute discretion to settle any questions, difficulties, or doubts that may arise in the process. The resolution also authorizes the Board to delegate powers to any Committee of Directors, one or more Directors, or Officers of the Company to facilitate the execution of the sale.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution as set forth in Item No. 9 Notice is now being placed before the members for their approval. Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

Item No.10:

Your Board has to consider from time to time proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the object Clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable our Company to consider embarking upon new projects and activities.

The alteration in the Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the company

The Board at its meeting held on August 2, 2024 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till the date of AGM. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

2023-24



The Members are therefore requested to approve, by passing a special resolution, alteration in the Object Clause of MOA of company by addition of a new sub clause 3, 4, 5 & 6 main object clause in the MOA of the Company.

The Board of Directors recommend passing of the Special Resolution set forth in Item No. 10 of the Notice for approval of the Members.

None of the Directors or Key Managerial Personnel and / or their relatives, are in any way, financial or otherwise, interested or concerned in this resolution.

**FOR AND ON BEHALF OF
AHIMSA INDUSTRIES LIMITED**

Sd/-

**ASHUTOSH GANDHI
MANAGING DIRECTOR
DIN: 00654563**

Date: 02/08/2024

Place: Ahmedabad

Brief details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting

Information pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings(SS-2) of Directors seeking appointment / re-appointment / continuation of appointment at the forthcoming Annual General Meeting

Mr. Ashutosh Gandhi (DIN: 00654563) as Managing Director of the Company

Name of Director	Mr. Ashutosh Gandhi
DIN	00654563
Date of Birth	16/07/1966
Date of Appointment	24/01/1996
Relationship with other Directors Inter se	Spouse of Whole time Director Mrs. Sneha A. Gandhi
Profile & Expertise in Specific functional Areas	Expertise in Plastic Engineering. <ul style="list-style-type: none"> • From 1988-1989 he worked with Jyoti Plastic Industries at Vatva. • Thereafter till year 1990 he worked with SDC Polyurethane Private Limited as a Design Engineer and as a Site in-Charge. • After that he worked as Consultant in Overseas Project Consultancy for Polymer processing at African countries from 1990- 1995. • From 1996 he started his own business under the name of Ahimsa Industries Private Limited and presently the company converted into Public Company i.e. Ahimsa Industries Limited
Qualification	He is a Plastic Engineer (With In-Plant Training) from Technical Examinations Board, Ahmedabad Gujarat.
No. of Equity Shares held in the Company	20,10,000 Shares
List of other Companies in which Directorships are held	1. SAS TECHNOSUN LLP
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL

Ms. Pooja Rajan Ambure (DIN: 10482692) as an Additional (Executive) Director of the Company

Name of Director	Ms. Pooja Rajan Ambure
Age	28 Years
DIN	10482692
Date of Birth	17/09/1996
Date of Appointment on the Board	02/08/2024
Terms & Conditions of Appointment	As per Articles of Association of the Company
Remuneration	NA
Relationship with other Directors Inter se	NIL
Brief Resume/Profile & Expertise in Specific functional Areas	<p>Ms. Pooja Ambure is the Executive Director. Pooja has completed Master Of Commerce (M.Com – Marketing) from Tolani College Of Commerce after successfully completing Bachelor Of Management Studies. Pooja further pursued Digital Marketing from the Indian Institute Of Digital Education. Pooja specializes in wealth management & has been tracking the finance sector. Pooja is an accomplished woman business leader and a multi-faceted professional with a proven track record in diverse industries and a genuine passion for empowering individuals and businesses. From technology to finance to healthcare. Pooja has demonstrated robust leadership in developing and executing successful strategic plans that drive innovation and growth. Pooja has introduced new ideas and strategies that have improved organizational performance by bringing in fresh perspectives and a different set of skills that are required for a strong corporate entity. In her career as a woman business leader, Pooja has promoted collaboration and inclusion in strategic planning, recognizing the importance of diverse perspectives and experiences in developing comprehensive and effective plans.</p>
Qualification	Master Of Commerce (M.Com – Marketing)
No. of Equity Shares held in the Company	NIL
List of other Companies in which Directorships are held	1. Medec Medicare Limited
List of committees of Board of Directors (across all other Companies) in which Chairmanship/ Membership is held	NIL

Ms. Almina Banu Shaikh (DIN: 10715314) as an Additional Independent Director (Non-Executive) of the Company

Name of Director	Ms. Almina Banu Shaikh
Age	35 Years
DIN	10715314
Date of Birth	06/06/1989
Date of Appointment on the Board	02/08/2024
Terms & Conditions of Appointment	As per Articles of Association of the Company
Remuneration	NA
Relationship with other Directors Inter se	NIL
Brief Resume/Profile & Expertise in Specific functional Areas	Ms. Almina Shaikh is a dedicated professional with a diverse academic background including an LL.B and M. Com in Accounting & Finance from the University of Mumbai, complemented by an Associate Company Secretary qualification. With over 8 years of experience, she has excelled in Corporate Secretarial, Compliance, and Legal roles, specializing in areas such as Corporate Governance, Regulatory Compliance, and Legal Advisory. Currently serving as the Legal, Company Secretary & Compliance Officer at Repro India Limited, listed on BSE and NSE, Ms. Almina has demonstrated expertise in managing board meetings, statutory filings, and ensuring compliance with SEBI, ROC, and other regulatory bodies. Her strong leadership, problem-solving skills, and meticulous attention to detail underscore her ability to navigate complex legal landscapes and deliver effective solutions.
Qualification	M.com, LLB and Company Secretary
No. of Equity Shares held in the Company	NIL
List of other Companies in which Directorships are held	NIL
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL

Mr. Abhishek Deepak Buddhadev (DIN: 07673161) as an Additional Independent Director (Non-Executive) of the Company

Name of Director	Mr. Abhishek Deepak Buddhadev
Age	33 Years
DIN	07673161
Date of Birth	03/08/1991
Date of Appointment on the Board	02/08/2024
Terms & Conditions of Appointment	As per Articles of Association of the Company
Remuneration	NA
Relationship with other Directors Inter se	NIL
Brief Resume/Profile & Expertise in Specific functional Areas	<p>Abhishek Buddhadev, (Aged 33) is a young, dynamic governance professional. He is a qualified Company Secretary and the Associate Member of the Institute of Companies Secretaries of India (ICSI).</p> <p>He has done his Masters in Commerce and has also done LL.B (Gen) from the University of Mumbai. He has varied experience of 10 years in the field of Corporate Law Compliance Management and Corporate Law Advisory.</p> <p>His areas of expertise include advising on matters related to Corporate Laws such as Companies Act, 2013, SEBI Laws/Regulations [such as SEBI (SAST) Regulations, LODR Regulations and Insider Trading Regulations etc], Limited Liability Partnerships, Foreign Exchange Management Law etc.</p> <p>He has served as an Independent professional Director on the Board of Dream India Edu Management Solutions Private Limited, Kobo Biotech Limited and Amra Renal Care Limited.</p> <p>Mr. Abhishek has passed Independent Director's 'Online Proficiency Self-Assessment Exam' conducted by Indian Institute of Corporate Affairs (IICA) in compliance with Rule 6(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014</p> <p>Mr. Abhishek is also empanelled on Independent Directors databank of the Government of India maintained by the Indian Institute of Corporate Affairs (IICA).</p>

Qualification	Company Secretary
No. of Equity Shares held in the Company	NIL
List of other Companies in which Directorships are held	1. Amra Renal Care Limited
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL

Mr. Santosh Kamlesh Tripathi (DIN: 08517148) as an Additional Independent Director (Non-Executive) of the Company

Name of Director	Mr. Santosh Kamlesh Tripathi
Age	35 Years
DIN	08517148
Date of Birth	10/02/1989
Date of Appointment on the Board	02/08/2024
Terms & Conditions of Appointment	As per Articles of Association of the Company
Remuneration	NA
Relationship with other Directors Inter se	NIL
Brief Resume/Profile & Expertise in Specific functional Areas	<p>Santosh Tripathi is an accomplished Employment and Compliance Counsel specializing in Legal Compliance. He holds an LLM in Constitutional Law and an M.Com in Accounting & Finance from Mumbai University and is a semi-qualified Company Secretary. With a diversified experience across the banking, manufacturing and service industries, Santosh has honed his expertise in litigation related to Factories & Labor Laws, Employment Laws, Civil Litigation, Section 138 of the N.I. Act, Arbitration, and international recovery matters in Africa.</p> <p>Santosh has demonstrated a proven ability to align legal departmental priorities with business objectives, ensuring a harmonious approach to achieving mutual growth. His skills encompass Legal, Secretarial, and Insurance domains, including AML, FRC, Banking, Risk Management, Capital Markets, and Business Risk Operations. Notably, he excels in drafting, derivatives laws, and managing Legal, RC, and FRC risk.</p> <p>Throughout his career, Santosh has maintained a business-centric approach that emphasizes company</p>

	growth and success. His participation in Board Meetings and collaboration with Directors underline his capability to provide strategic legal counsel at the highest levels.
Qualification	LLM in Constitutional Law and an M.Com in Accounting & Finance from Mumbai University
No. of Equity Shares held in the Company	NIL
List of other Companies in which Directorships are held	NIL
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL