# NOTICE

NOTICE is hereby given that the **52<sup>nd</sup> Annual General Meeting ("AGM")** of the Members of **Paushak Limited** will be held on **Thursday**, the **31<sup>st</sup> July, 2025** at **5:00 p.m. IST** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") 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 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors and Auditors thereon.
- 2. To declare Dividend on Equity Shares for the financial year 2024-25.
- 3. To appoint a Director in place of Mr. Chirayu Amin (DIN: 00242549), who retires by rotation and being eligible, offers himself for re-appointment:

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

"**RESOLVED THAT** pursuant to provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Chirayu Amin (DIN: 00242549), who has attained the age of 75 years and who retires by rotation at this 52<sup>nd</sup> Annual General Meeting, being eligible and willing for re-appointment, be and is hereby re-appointed as Director liable to retire by rotation."

#### 4. To consider and approve the appointment of Statutory Auditors of the Company and to fix their remuneration:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), recommendations of the Audit Committee and the Board of Directors of the Company, M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W-100036), be and are hereby appointed as Statutory Auditors of the Company, who shall hold office for a term of 5 (five) consecutive years commencing from the conclusion of this 52<sup>nd</sup> Annual General Meeting ('AGM') till the conclusion of 57<sup>th</sup> AGM of the Company for the financial year 2029-30, on such terms and conditions including remuneration as set out in the explanatory statement annexed to this Notice."

#### SPECIAL BUSINESS:

#### 5. Revision in powers of the Board of Directors to borrow money from Rs. 100 Crores to Rs. 750 Crores:

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

"RESOLVED THAT in supersession of earlier resolution(s) passed in this regard at the 41<sup>st</sup> Annual General Meeting held on 7<sup>th</sup> August, 2014 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereof) and provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter called "the Board" which term shall be deemed to include any Committee thereof) to borrow for and on behalf of the Company, any sum or sums of monies inter alia, by way of loans, advances, issue of debentures/bonds or other debt instruments, financial assistance (including fund based and/or non-fund based facilities) etc., from various bank(s), financial institution(s) and/or other lender(s), with or without security, whether in India or abroad, on such terms and conditions as the Board at its sole discretion may deem fit, from time to time which together with the monies already borrowed by the Company (apart from temporary loans obtained from bankers in the ordinary course of business) may exceed the aggregate of the Paid-up Share Capital of the Company, its Free Reserves and Securities Premium, that is to say reserve not set apart for any specific purpose, provided that the total amount so borrowed and/or to be borrowed by the Board shall not at any point of time exceed a sum of ₹ 750 Crores (Rupees Seven Hundred and Fifty Crores Only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all the acts, deeds and things as may be necessary and expedient to give effect to this resolution."

## 6. Creation of charge/security over the assets/undertaking of the Company, in respect of borrowings:

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

"RESOLVED THAT in supersession of earlier resolution(s) passed in this regard at the 41st Annual General Meeting held on 7th August, 2014 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereof) and provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter called "the Board" which term shall be deemed to include any Committee thereof) to create charges, mortgage, pledge, hypothecation and lien, whether fixed or floating, in addition to the charges, mortgage, pledge, hypothecation and lien already created on any of its movable and / or immovable properties wherever situated both present and future and/or any other assets or properties, either tangible or intangible of the Company on such terms and conditions at such time(s) and in such form and manner, and with such ranking as to priority as the Board in its absolute discretion thinks fit on the whole or substantially the whole of the Company's any one or more of the undertakings or all of the undertakings of the Company or any properties of the Company wheresoever situated, in favour of banks, financial institutions, investors, debenture holders or any other lenders and their agents or trustees (together, the 'Lenders') to secure any borrowings, debentures, financial assistance or financial indebtedness availed by the Company from time to time (including without limitation, the due payment of the principal and/or together with interest, at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other monies payable by the Company) (together, the 'Financial Indebtedness') in foreign currency or in Indian rupees, entered into or to be entered into between the Company and any Lender(s) in respect of the Financial Indebtedness, on such terms and conditions as may be agreed between the Company and any Lender(s), provided that the maximum extent of the Financial Indebtedness secured by the assets of the Company shall not at any point of time exceed the limits as approved or may be approved by the members under section 180(1)(c) of the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all the acts, deeds and things as may be necessary and expedient to give effect to this resolution."

7. Payment of commission to Mr. Udit Amin (DIN: 00244235), Non-Executive Director of the Company for the financial year 2024-25:

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

"RESOLVED THAT pursuant to the provisions of Regulation 17(6)(ca) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions, if any, of the Companies Act, 2013 ("the Act") and rules framed thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), and on the basis of the recommendations of the Nomination and Remuneration Committee ("NRC") and approval of the Audit Committee and the Board of Directors of the Company ("Board"), and subject to the maximum remuneration approved by the members at the 49<sup>th</sup> Annual General Meeting held on 9<sup>th</sup> August, 2022, approval of the members of the Company be and is hereby accorded for payment of commission of ₹ 150 Lacs amounting to 2.88% of the net profits of the Company, computed in accordance with the mechanism provided under Section 198 of the Act to Mr. Udit Amin (DIN: 00244235) for the financial year ending on 31<sup>st</sup> March, 2025, in addition to the sitting fees and reimbursement of expenses being paid by the Company for participating in the Board/Committee Meetings of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things as may be necessary and expedient to give effect to this resolution."

## 8. Appointment of Secretarial Auditors of the Company and to fix their remuneration:

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

"**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the rules framed thereunder, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), recommendations of the Audit Committee and the Board of Directors of the Company ("Board"), M/s. Samdani Shah

& Kabra, Peer Reviewed Firm of Practicing Company Secretaries having Firm Registration No. P2008GJ016300, be and are hereby appointed as the Secretarial Auditors of the Company, who shall hold office for a term of 5 (five) years commencing from the financial year 2025-26 till the financial year 2029-30, on such terms and conditions including remuneration as set out in the explanatory statement annexed to this Notice."

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things as may be necessary and expedient to give effect to this resolution."

## 9. Ratification of Remuneration to the Cost Auditors for the Financial Year 2025-26:

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, if any, of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), the remuneration payable to M/s. Santosh Jejurkar & Associates, Cost Accountants having Firm Registration No. 102697 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2025-26, amounting to ₹ 0.40 Lacs plus applicable taxes, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed."

## NOTES:

- 1. Pursuant to the General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021, 02/2022 dated 5<sup>th</sup> May, 2022, 10/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September, 2023 and 09/2024 dated 19<sup>th</sup> September, 2024 issued by the Ministry of Corporate Affairs ("MCA") in this regard and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October, 2024 and Section VI J of Chapter VI of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November, 2024 issued by Securities and Exchange Board of India ("SEBI") in this regard (hereinafter collectively referred to as the "Circulars"), companies are allowed to hold the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company will be held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
- Since this AGM is being held through VC / OAVM, pursuant to the aforesaid Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
- 3. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose e-mail address are registered with the Company / Depositories. Members may note that the Notice of the AGM and Annual Report will also be available on the Company's website at <u>www.paushak.com</u>, website of stock exchange i.e. BSE Limited ("BSE") at <u>www.bseindia.com</u> and on the website of National Securities Depository Limited ("NSDL") at <u>www.evoting.nsdl.com</u>. Further, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations, 2015") Company shall send a letter, to the Shareholders who have not registered their email addresses, providing the web-link, including the exact path, where complete details of the Annual Report is available.
- Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 (the "Act").
- 5. The explanatory statement pursuant to Section 102(1) of the Act relating to business set out under Item no. 3 to 9 of the accompanying Notice are annexed hereto.
- The details of the Directors seeking appointment/re-appointment at the AGM, pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) and other applicable provisions, are provided in Annexure A to this Notice.

## PAUSHAK LIMITED

- 7. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act, will be available for inspection, electronically, by the members of the Company. Members seeking to inspect such documents can send a request from their registered e-mail ID mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at <u>investors@paushak.com</u>.
- 8. The Company has fixed Thursday, the 24<sup>th</sup> July, 2025 as the "record date" for determining the entitlement of Members to final dividend for the financial year ended 31<sup>st</sup> March, 2025, if approved at the AGM.
- 9. The dividend when sanctioned will be made payable on or from 4<sup>th</sup> August, 2025, electronically through various online transfer modes to those members who have updated their bank account details. To avoid delay in receiving the dividend, members are requested to update their bank details by following the process mentioned at point no. 11 below.
- 10. Please note that SEBI has mandated that the security holders holding securities in physical form, whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated (together are referred to as 'KYC'), shall be eligible for any dividend payment in respect of such folios, only through electronic mode with effect from 1<sup>st</sup> April 2024, only upon furnishing all the mentioned details. Therefore, Members holding shares in physical form are requested to update the prescribed details by completing the appropriate ISR forms with the Company's Registrar & Share Transfer Agent, MUFG Intime India Private Limited ("MIIPL" or "RTA") by Thursday, the 24<sup>th</sup> July, 2025, to ensure receipt of dividend.

Relevant FAQs published by SEBI on its website can be viewed at the following link: <u>https://www.sebi.gov.in/sebi\_data/faqfiles/sep-2024/1727418250017.pdf</u>

- 11. Process for registration/updation, pertaining to the name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, Power of Attorney (PoA), bank account details such as name of the bank and branch details, bank account number, MICR code and IFSC code, etc.:
  - In case shares are held in physical mode, members are requested to submit their service requests in the form(s) prescribed under SEBI Master Circular for Registrars to an Issue and Share Transfer Agents bearing no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7<sup>th</sup> May, 2024 read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10<sup>th</sup> June, 2024.

The form(s) are available on the website of the Company at <u>https://www.paushak.com/investors/</u>  $\rightarrow$  Investor Relation  $\rightarrow$  Investor Related Forms and on the website of MIIPL at <u>https://web.in.mpms.mufg.com/KYC-downloads.html.</u>

- ii. In case shares are held in demat mode, members are requested to update the details with their respective Depository Participants.
- 12. In accordance with the prevailing provisions of the Income Tax Act, 1961, the Company is 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. Therefore, the members are requested to update their PAN to avoid deduction of tax at higher rate by complying with the process mentioned hereunder.

Members are requested to visit the website of MIIPL and upload applicable documents such as Form 15G / 15H, documents u/s. 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax Certificate at <a href="https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html">https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html</a> in order to enable the Company to determine the appropriate TDS / withholding tax rate applicable.

13. As per the provisions of Section 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended ("IEPF Rules, 2016"), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF"), a fund constituted by the Government of India under Section 125 of the Act.

Further, in accordance with the provisions of Section 124(6) of the Act and IEPF Rules, 2016, shares on which dividend has not been paid or claimed for seven consecutive years or more, are liable to be transferred to IEPF.

Members who have not claimed dividend for previous year(s) are requested to claim the same by approaching the Company or MIIPL.

Date of Declaration of Dividend	Dividend for Financial Year	Proposed Month and Year of Transfer to IEPF
6 <sup>th</sup> August, 2018	2017-18	September, 2025
7 <sup>th</sup> August, 2019	2018-19	September, 2026
4 <sup>th</sup> August, 2020	2019-20	September, 2027
3 <sup>rd</sup> August, 2021	2020-21	September, 2028
9 <sup>th</sup> August, 2022	2021-22	September, 2029
1 <sup>st</sup> August, 2023	2022-23	September, 2030
2 <sup>nd</sup> August, 2024	2023-24	September, 2031

The due dates for transfer of unclaimed / unpaid dividend to IEPF are as under:

- 14. All the work related to share registry in terms of both physical and electronic are being conducted by MIIPL at "Geetakunj", 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390015, Tel: +91-265-3566768 / +91-265-3566826, e-mail ID: <u>vadodara@in.mpms.mufg.com</u>. The Shareholders are requested to send their communication to the aforesaid address.
- 15. The Company has designated an exclusive e-mail ID: <u>investors@paushak.com</u> for redressal of Shareholders'/ Investors' complaints/ grievances. In case you have any queries, complaints or grievances, then please write to us at the above mentioned e-mail ID.
- 16. Members may kindly note that in accordance with SEBI Master Circular for Online Resolution of Disputes in the Indian Securities Market bearing no. SEBI/HO/OIAE/OIAE\_IAD-3/P/CIR/2023/195 dated 31st July, 2023 (as amended from time to time), the Company has registered on the SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). SEBI has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity or its RTA and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the SMART ODR Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA). Members can access the SMART ODR Portal via the following link: https://smartodr. in/login and the same can be accessed through Company's website at https://www.paushak.com/investors/.
- 17. Pursuant to SEBI Master Circular for Registrars to an Issue and Share Transfer Agents bearing no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7<sup>th</sup> May, 2024, the Company shall issue the securities in dematerialized form only while processing the service request(s) in the form(s) prescribed therein. The form(s) are available on the website of the Company at <a href="https://www.paushak.com/investors/">https://www.paushak.com/investors/</a> → Investor Relation → Investor Related Forms and on the website of MIIPL at <a href="https://web.in.mpms.mufg.com/KYC-downloads.html">https://web.in.mpms.mufg.com/KYC-downloads.html</a>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

## 18. Voting through Electronic Means and Declaration of Results:

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, 2015 and in terms of SEBI Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities bearing no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November, 2024 in relation to e-Voting facility provided by Listed Companies, the Company is pleased to provide its members the facility of casting votes electronically viz. "remote e-voting" (e-Voting from a place other than venue of the AGM), through the e-Voting services provided by NSDL on all the resolutions set forth in this Notice.

Mr. Chirayu Amin, Chairman of the Company and in his absence Mr. Udit Amin, Director or Mr. Chintan Gosaliya, Whole-time Director & COO or Mr. Sagar Gandhi, Company Secretary of the Company, will declare the e-voting results based on the Scrutinizer's Report. The e-voting results along with Scrutinizer's report will be displayed on the:

- (i) Notice Board of the Company at its Registered Office;
- (ii) Company's website www.paushak.com;
- (iii) NSDL's website www.evoting.nsdl.com; and
- (iv) Stock exchange's website www.bseindia.com

## The instructions for casting your vote electronically are as under:

- i. The remote e-Voting period begins on Monday, the 28<sup>th</sup> July, 2025 (9:00 a.m. IST) and ends on Wednesday, the, 30<sup>th</sup> July, 2025 (5:00 p.m. IST). During this period, members of the Company, holding shares either in physical form or in dematerialised form, as at the cut-off date i.e. Thursday, the 24<sup>th</sup> July, 2025 may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
- ii. The facility for electronic voting system ("e-voting"), shall also be made available during the AGM. The members attending the AGM, who have not cast their votes through remote e-voting, shall be able to exercise their voting rights at the AGM. The members who have already cast their votes through remote e-voting may attend the AGM, but shall not be entitled to cast their votes again during the AGM.
- iii. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at <u>evoting@nsdl.com</u>. However, if he / she is already registered with NSDL for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

In case of Individual shareholders holding securities in demat mode and who acquires shares of the Company and becomes a member of the Company after sending of this Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode". A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

- iv. M/s. Samdani Shah & Kabra, Practicing Company Secretaries, Vadodara, has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- v. The details of the process and manner for remote e-Voting and e-Voting during the AGM 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 and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	ders Login Method	
Individual Shareholders holding securities in demat mode with NSDL.	Existing IDeAS user can visit the e-Services website of NSDL Viz. <u>https://eservices.nsdl.com</u> 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 <u>https://eservices.nsdl.com</u> . Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReq.jsp	
	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> 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/Creditor' 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.	
	<ul> <li>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> <li>NSDL Mobile App is available on</li> <li>App Store</li> <li>Google Play</li> </ul>	

Type of shareholders	Login Method	
Individual Shareholders holding securities in demat mode with CDSL	· · · · · · · · · · · · · · · · · · ·	
	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.	
	<ol> <li>If the user is not registered for Easi / Easiest, option to register is available at CDSL website <u>www.cdslindia.com</u> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> </ol>	
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <u>www.cdslindia.com</u> 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.	
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.	

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

Helpdesk for Individual Shareholders holding	securities in de	emat 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 <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <u>evoting@nsdl.com</u> or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <u>helpdesk.evoting@cdslindia.com</u> or contact at toll free no. 1800-21-09911.

# 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: <u>https://www.evoting.nsdl.com/</u> 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/Creditor' 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.
- 4. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <u>https://eservices.nsdl.com/</u> 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.
- 5. Your User ID details are given below :

	iner of holding shares i.e. Demat (NSDL or SL) 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************************************
		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***

- 6. 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.
- 7. 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 <u>www.evoting.nsdl.com</u>.
  - 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 <u>evoting@nsdl.com</u> 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.
- 8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 9. Now, you will have to click on "Login" button.
- 10. After you click on the "Login" button, Home page of e-Voting will open.

#### Step 2: Cast your vote electronically on NSDL e-voting system

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

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is active.
- Select "EVEN 134104" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual meeting you need to click on "VC/OAVM" link placed under "Join General Meeting".
- 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 and you will receive a confirmation by way of a SMS on your registered mobile number from depository.
- 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**

- i) Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution/Authority Letter by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab on this screen or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter authorizing person(s) to vote, through their registered E-mail Id to the Scrutinizer at <u>cssamdani@gmail.com</u> with a copy marked to <u>evoting@nsdl.com</u>, atleast 48 hours before the meeting.
- ii) 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 <u>www.evoting.nsdl.com</u> to reset the password.
- iii) 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 <u>www.evoting.nsdl.com</u> or call on toll free no.: 022 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at <u>evoting@nsdl.com</u>.

#### 19. Instructions for members for attending the AGM through VC / OAVM:

i) Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM provided by NSDL at <u>https://www.evoting.nsdl.com</u> following the steps mentioned above for access to NSDL e-voting system. After successful login, you can see link of VC / OAVM placed under 'Join General Meeting' menu against company name. You are requested to click on VC / OAVM link placed under 'Join General Meeting' menu.

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 this Notice.

- ii) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for members on first come first served basis.
- iii) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail ID mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at <u>investors@paushak.com</u> from 21<sup>st</sup> July, 2025 to 25<sup>th</sup> July, 2025. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. Further, Members who would like to have their questions / queries responded to during the AGM, are requested to send such questions / queries in advance within the aforesaid date, by following similar process as mentioned above. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
- iv) Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL on <u>evoting@nsdl.com</u> / 022 - 4886 7000.

## 20. Recommendation to the members:

It is recommended to join the AGM through laptop for better experience. Members are requested to use internet with a good speed to avoid any disturbance during the meeting. Members connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio / video loss due to fluctuation in their data network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

By Order of the Board,

-/sd/-Sagar Gandhi Company Secretary

Paushak Limited CIN: L51909GJ1972PLC044638 Regd. Office: Alembic Road, Vadodara – 390 003 Tel: +91 265 6637000 Website: <u>www.paushak.com</u> e-mail ID: investors@paushak.com

Date: 1<sup>st</sup> May, 2025 Place: Vadodara

## Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 ('Act')

#### Item No. 3

Pursuant to the provisions of Section 152(6) of the Act, minimum two third of the total number of directors, excluding Independent Director, shall be the directors who are liable to retire by rotation and one third of such directors who are liable to retire by rotation shall retire at every AGM. Accordingly, Mr. Chirayu Amin (DIN: 00242549), shall retire by rotation at this 52<sup>nd</sup> Annual General Meeting ("AGM") and being eligible, has offered himself for re-appointment.

Pursuant to the provisions of Regulation 17(1A) of the SEBI Listing Regulations, 2015, approval of members by way of a special resolution is required for appointing and continuation of directorship of a person who has attained the age of 75 years. Since, Mr. Chirayu Amin has attained the age of 75 years on 4<sup>th</sup> December, 2021 and is proposed to be re-appointed by way of rotation, approval of the shareholders by way of special resolution is also sought in terms of Regulation 17(1A) of SEBI Listing Regulations, 2015.

#### Rationale for the recommendation:

Mr. Chirayu Amin holds an MBA degree from U.S.A. He has been associated with the Company since its incorporation. Mr. Chirayu Amin has rich and varied experience in the Industry and has been involved in the operations of the Company for over five decades. Mr. Amin has led the Company through the changing needs of modern-day business while keeping the legacy intact. The Company has achieved stability and growth under his leadership, management and guidance.

The Board of Directors recommends the resolution as set forth at Item No. 3 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives thereof other than Mr. Chirayu Amin, Mr. Udit Amin and their relatives, have any concern or interest, financial or otherwise, in the resolution at Item No. 3 of this Notice.

#### Item No. 4

M/s. Haribhakti & Co. LLP, Chartered Accountants were appointed as the Statutory Auditors of the Company to hold office from the conclusion of the 50<sup>th</sup> Annual General Meeting ("AGM") till the conclusion of the 52<sup>th</sup> AGM of the Company for the F.Y. 2024-25. Accordingly, the tenure of M/s. Haribhakti & Co. LLP as statutory auditors of the Company shall end at the conclusion of the 52<sup>nd</sup> AGM of the Company.

In accordance with the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 ("the Act"), in view of the completion of the term of M/s. Haribhakti & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company as aforesaid, the Board of Directors of the Company at its meeting held on 1<sup>st</sup> May, 2025, based on the recommendations of the Audit Committee, approved the appointment and remuneration of M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W-100036) as Statutory Auditors of the Company to hold office for the term of 5 (five) consecutive years commencing from the conclusion of this 52<sup>nd</sup> AGM till the conclusion of the 57<sup>th</sup> AGM of the Company for the financial year 2029-30.

M/s. CNK & Associates LLP, Chartered Accountants, have given their consent confirming that their appointment, if made, would be in accordance with the provisions of Section 139 and 141 of the Act read with the Companies (Audit and Auditors) Rules, 2014.

**Proposed Fee**: The fee proposed to Statutory Auditors for Statutory Audit (including limited review) shall be Rs. 4.00 lacs plus applicable taxes, travelling and other out-of-pocket expenses incurred by them in connection with the statutory audit of the Company for the financial year 2025-26 and for the subsequent year(s) of their term, the same shall be determined by the persons authorized by the Audit Committee and Board of Directors, from time to time. The proposed fees is based on knowledge, expertise and industry experience possessed by them. The proposed fees are also in line with the industry benchmarks. The fees for services in the nature of statutory certifications and other professional work will be in addition to the audit fee as mentioned above and will be decided by the management in consultation with the Auditors.

## Credentials:

M/s. CNK & Associates LLP, Chartered Accountants is established in 1936 and headquartered in Mumbai, India, with branches in Vadodara and Chennai and associate firms at Ahmedabad, Bengaluru, Delhi and Pune. It also has overseas offices in Dubai through which they service clients in the Middle Eastern region. It has large client base spanning Indian business, listed companies and multinationals in India across sectors. They have vast experience of Audit & Assurance and related area of services in various sectors like manufacturing, information technology, logistics, chemicals, health, etc. The firm is regularly Peer Reviewed and holds a valid Peer Review Certificate issued by the Institute of Chartered Accountants of India. The firm has experience in Indian GAAP, IFRS and US GAAP led by expert partners and Directors.

## Rationale for the recommendation:

The recommendations are based on the proposed statutory auditor's vast audit experience in different industry sectors, and capability of their audit team, etc., the fulfilment of the eligibility criteria & qualification prescribed under the Act and rules framed thereunder and SEBI Listing Regulations, 2015 with regard to statutory audit, independent assessment and also based on the evaluation of the quality of audit work done by them in the past.

The Board of Directors recommends the resolution as set forth at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise, in the resolution at Item No. 4 of this Notice.

## Item No. 5 & 6

In terms of the provisions of Section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the members of the Company by way of a special resolution, borrow moneys, apart from temporary loans, in excess of aggregate of the Paid-up Share Capital of the Company, its Free Reserves and Securities Premium (Section 180(1)(c)) nor the Board can create security or create mortgages, charges, hypothecations and liens over the assets of the Company which would be required to secure aforesaid borrowings (Section 180(1)(a)).

The Members of the Company at their 41<sup>st</sup> Annual General Meeting held on 7<sup>th</sup> August, 2014 had passed a special resolution authorizing the Board of Directors of the Company to borrow monies and to create charges, from time to time, upto ₹ 100 Crores (Rupees One Hundred Crores only). As at 31<sup>st</sup> March, 2025, the aggregate of the Paid-up Share Capital of the Company, its Free Reserves and Securities Premium is ₹ 359.59 Crores.

## Rationale for the recommendation:

Considering the growth of the Company and keeping in mind future requirements of the business, the Company may require to borrow money in excess of the limits prescribed under the Companies Act, 2013 ("Act") and to create security over the assets of the company to secure such loan. Therefore, it is proposed to authorize the Board of Directors of the Company to borrow money upto ₹ 750 Crores (Rupees Seven Hundred and Fifty Crores only).

In order to increase operational flexibility and as an abundant caution, it is now intended to expand the scope of the existing resolution to have the approval for creation of charge on the assets and / or undertaking(s) of the Company for any purpose in connection with the business activities of the Company, including but not limited to securing the borrowing availed / proposed to be availed by the Company from time to time or for any other purpose as the Board may deem fit and in the best interest of the Company.

The Board of Directors recommends the resolutions as set forth at Item No. 5 and 6 of this Notice for your approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives has any concern or interest, financial or otherwise, in the resolutions at Item No. 5 & 6 of this Notice.

#### Item No. 7

The Company had obtained approval from its members by way of a Special Resolution passed at the 49<sup>th</sup> Annual General Meeting held on 9<sup>th</sup> August, 2022 for enabling the Board of Directors to pay commission of upto 3% of the net profits of the Company, computed in accordance with the mechanism provided under Section 198 of the Act to Mr. Udit Amin, (DIN: 00244235), Non-Executive Director for a period of 5 years w.e.f. the financial year ending 31<sup>st</sup> March, 2023 and upto the financial year ending 31<sup>st</sup> March, 2027.

Pursuant to Regulation 17(6)(ca) of the SEBI Listing Regulations, 2015, the Company is also required to obtain approval of shareholders by way of a special resolution, for approving the payment of Commission to Mr. Udit Amin for the financial year 2024-25 as the annual remuneration payable to a single non-executive director exceeds fifty percent of the total annual remuneration payable to all non-executive directors.

#### Rationale for the recommendation:

Mr. Udit Amin's strategic direction with his expertise and experience across a wide spectrum of functional areas has been shaping and steering the long term strategy and making valuable contributions to the growth of the Company. Under his guidance, the Company plans various growth initiatives for the future. Under his leadership, the Company has effectively navigated the ongoing dual challenge confronting the chemical industry of sluggish global demand and pricing pressure due to dumping by Chinese manufacturers. In order to remunerate Mr. Udit Amin for the responsibilities entrusted upon him, based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, the Board of Directors of the Company have approved and recommended the payment of commission for the financial year 2024-25 in the manner as stated in the resolution.

# PAUSHAK LIMITED

Section 197 of the Act provides that a Non-Executive Director may be paid remuneration in excess of the limits of 1% of the net profits, if the Company by special resolution, authorizes such remuneration. The overall total remuneration payable to the Executive and Non-Executive Directors cumulatively shall not exceed the overall ceiling of 11% of the net profits of the Company stipulated under Section 198 of the Act.

The Board of Directors recommends the resolution as set forth at Item No. 7 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Chirayu Amin, Mr. Udit Amin and their relatives, have any concern or interest, financial or otherwise, in the resolution at Item No. 7 of this Notice.

#### Item No. 8

The Board of Directors of the Company at its meeting held on 1<sup>st</sup> May, 2025, based on the recommendations of the Audit Committee, approved the appointment and remuneration of M/s. Samdani Shah & Kabra, Practicing Company Secretaries having Firm Registration No. P2008GJ016300, as the Secretarial Auditors of the Company to hold office for a term of 5 (five) years commencing from the financial year 2025-26 till the financial year 2029-30.

M/s. Samdani Shah & Kabra, Practicing Company Secretaries have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment, if made, would be within the prescribed limits under the Companies Act, 2013 ("Act") and rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"). Pursuant to the provisions of Regulation 24A(1)(1A) of the SEBI Listing Regulations, 2015, M/s. Samdani Shah & Kabra, Practicing Company Secretaries have confirmed that they are not disqualified to be appointed as Secretarial Auditors of the Company.

**Proposed Fee:** The fee proposed to Secretarial Auditors shall be Rs. 1.00 Lacs plus applicable taxes, travelling and other out-of-pocket expenses incurred by them in connection with the secretarial audit of the Company for the financial year 2025-26 and for subsequent year(s) of their term and for subsequent years, the same shall be determined by the persons authorised by Audit Committee and Board of Directors, from time to time. The proposed fee is based on knowledge, expertise and industry experience possessed by them. The proposed fee is also in line with the industry benchmarks. The fees for any other professional work including statutory certifications and other permissible non-audit services will be in addition to the audit fee as mentioned above and will be decided by the management in consultation with the Auditors.

#### Credentials:

M/s. Samdani Shah & Kabra is a firm of Practicing Company Secretaries established in the year 2008, co-founded by Mr. Satyanarain Samdani, a Company Secretary having experience of more than three decades in the field of corporate secretarial and other compliance management services.

The firm is primarily engaged in providing Secretarial Audit, Corporate Governance, Compliance Management, Diligence Reports and Assurance services. The firm has good exposure of handling secretarial audits of several listed and large unlisted companies. The Firm holds a valid Peer Review Certificate and is registered with Institute of Company Secretaries of India vide Unique Code No. P2008GJ016300.

#### Rationale for the recommendation:

The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act and rules framed thereunder and SEBI Listing Regulations, 2015 with regard to secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

The Board of Directors recommends the resolution as set forth at Item No. 8 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise, in the resolution at Item No. 8 of this Notice.

#### Item No. 9

In accordance with the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its Cost Records audited from qualified Cost Accountants. The Board of Directors ("Board") at its meeting held on 1<sup>st</sup> May, 2025, based on the recommendations of the Audit Committee, approved the appointment and remuneration of M/s. Santosh Jejurkar & Associates, Cost Accountants, to conduct the audit of the Cost Records of the Company for the financial year 2025-26.

In terms of the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2025-26 as set out in the resolution for aforesaid services to be rendered by them.

#### Rationale for the recommendation:

The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act and rules framed thereunder with regard to cost audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

The Board of Directors recommends the resolution as set forth at Item No. 9 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives thereof has any concern or interest, financial or otherwise, in the resolution at Item No. 9 of this Notice.

By Order of the Board,

sd/-Sagar Gandhi Company Secretary

Paushak Limited CIN: L51909GJ1972PLC044638 Regd. Office: Alembic Road, Vadodara – 390 003 Tel: +91 265 6637000 Website: <u>www.paushak.com</u> e-mail ID: <u>investors@paushak.com</u>

Date: 1<sup>st</sup> May, 2025 Place: Vadodara

## Annexure – A

Details of the Director seeking appointment/re-appointment at the AGM, pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of SS-2 and other applicable provisions are as under:

Name of the Director	Mr. Chirayu Amin	
Age	78 years	
Qualification	B.Sc. & M.B.A	
Brief Resume	Mr. Chirayu Amin holds a Bachelor's Degree in Science from Maharaja Sayajirao University of Baroda and a Master's Degree in Business Administration from Seton Hall University, New Jersey, United States of America. He is the former President of FICCI, former Vice President of the Board of Control for Cricket in India (BCCI), and former President of the Baroda Cricket Association (BCA). He is the Chairman & CEO of Alembic Pharmaceuticals Limited, holds directorship in Paushak Limited, Alembic Limited, Shreno Limited and Nirayu Limited and trusteeship of the hospital and schools, which are under charitable trust.	
Experience	Over 58 years	
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid	The details are provided in the resolution at Item No. 3 of this Notice.	
Remuneration last drawn (2024-25)	Refer Note 1 below	
Nature of expertise in specific functional areas	Management & Leadership	
Date of first appointment on to the Board	18 <sup>th</sup> August, 2005	
No. of Shares held in the Company as on 31 <sup>st</sup> March, 2025	89,686*	
Relationship with other Directors, Manager and other Key Managerial Personnel Directorship in other companies as on 31 <sup>st</sup> March, 2025	Mr. Chirayu Amin, Chairman, is father of Mr. Udit Amin, Non- Executive Director of the Company. 1. Alembic Pharmaceuticals Limited	
	<ol> <li>Alembic Limited</li> <li>Shreno Limited</li> <li>Nirayu Limited</li> </ol>	
Chairmanship / Membership of Committees of other Board	Alembic Pharmaceuticals Limited	
	- Chairman of Corporate Social Responsibility Committee	
	Nirayu Limited	
	- Chairman of Corporate Social Responsibility Committee	
	Shreno Limited	
	<ul> <li>Chairman of Corporate Social Responsibility Committee</li> </ul>	
	- Chairman of Stakeholders Relationship Committee	
	- Chairman of Administrative Sub-Committee	
	- Member of Nomination and Remuneration Committee	
Name of the Listed entities from which he resigned in the past three years	Nil	

\*15,722 Equity Shares are held in the name of Chirayu Ramanbhai Amin in representative capacity of Karta of Chirayu Ramanbhai Amin HUF.

**Note 1**: For other details such as number of meetings of the board attended during the year and remuneration drawn, please refer Corporate Governance Report which is a part of this Annual Report.