

# Shri Jagdamba Polymers Limited

Regd. Office : "HARMONY", 4th Floor, 15/A, Shree Vidhyanagar Co-Op. Hsg. Soc. Ltd., Opp. NABARD,  
Nr. Usmanpura Garden, Usmanpura, Ahmedabad - 380014 (INDIA)  
Tele. No. +91-79-26565792 , E-mail ID - admin@jagdambapolymers.com & gst@jagdambapolymers.com  
CIN - L17239GJ1985PLC007829 & GST No.- 24AACCS1262K1ZH



## POSTAL BALLOT NOTICE

### Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars (as defined below)

Dear Member's,

NOTICE is hereby given, pursuant to Section 108 and 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") including any statutory modification(s), amendment(s), or reenactment(s) thereof, for the time being in force read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 9/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), that the resolution(s) appended below are proposed to be passed by the Members of the Shri Jagdamba Polymers Limited ("the Company") by passing resolutions through postal ballot ("Postal Ballot") only through remote e-voting.

Members' consent is sought for the proposal contained in the resolution given in this Postal Ballot Notice. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the said resolution setting out the material facts and the related particulars, is annexed hereto. The Notice will also be placed on the website of the Company at [www.shrijagdamba.com](http://www.shrijagdamba.com) and the website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com). The Notice can also be accessed from the website of the stock exchange i.e. BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com).

The Board has, pursuant to Rule 22(5) of the Rules, appointed Mr. Gaurang Shah, proprietor of M/s G.R. Shah & Associates, Practicing Company Secretaries, (COP No. 14446), as the Scrutinizer for conducting the voting process through Postal Ballot / E-Voting in accordance with the law and in a fair and transparent manner.

In compliance with the MCA Circulars, the business of the Postal Ballot shall be transacted through an electronic voting system. Accordingly, in compliance with Regulation 44 of the Listing Regulations and the provisions of Section 108, 110 and other applicable provisions of the Act read with Rule 20 and 22 of the Rules, as amended from time to time, MCA Circulars and SS - 2, the Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for the purpose of providing remote e-voting facility to its members for the Postal Ballot. Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by remote e-Voting.

The E-voting facility will be available during the period as follows:

Commencement of e-voting period	9.00 a.m. IST on Thursday, June 27, 2024
Conclusion of e-voting period	5.00 p.m. IST on Friday, July 26, 2024
Cut-off date for eligibility to vote	Friday, June 21, 2024

The e-voting facility will be disabled by CDSL immediately after 5.00 p.m. IST on Friday, July 26, 2024, and will be disallowed thereafter.

Members should note that in compliance with the requirements of the MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company, Registrar and Transfer Agent or Depositories and the communication of assent/dissent of the members will take place through the remote e-voting system. Accordingly, the physical Postal Ballot Notice, Postal Ballot Form and pre-paid business envelope are not being sent to the members for this postal ballot. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice. Upon completion of the scrutiny, in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman of the Company or to the Company Secretary or any person authorized by Chairman. The results will be declared on or before Sunday, July 28, 2024, and shall be communicated to BSE Limited ("BSE"), where the equity shares of the Company are listed and will also be displayed on the Company's website at [www.shrijagdamba.com](http://www.shrijagdamba.com) and website of

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CDSL at [www.evotingindia.com](http://www.evotingindia.com). The Board of Directors of the Company recommends approval of the members for the Resolutions appended below.

## Special Business:

### 1) Approval of Contract/Agreement for Related Party Transactions with M/s. Shakti Techtex Private Limited, a Group Entity

To Consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 188(1)(a) of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof), the 'Policy for dealing with Related Party Transactions' of M/s. Shri Jagdamba polymers Limited and approved and recommended by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors to enter into contract or any transaction of purchase, sale or supply of goods or services with M/s Shakti Techtex Private Limited, in which Managing Director of the Company, Mr. Ramakant Bhojnagarwala (DIN: 00012733), is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

Sr. No.	Name of Related Party	Name of Director who are related	Nature of relationship	Maximum value of Transactions per annum (Rs. In Crores)	Nature, Duration and Particulars of arrangement
1.	M/s. Shakti Techtex Private Limited	Mr. Ramakant Bhojnagarwala	Mr. Ramakant Bhojnagarwala is the father of Mr. Hanskumar Agrawal who is a Director of M/s. Shakti Techtex Private Limited. He also holds 10% Equity Shares of M/s. Shakti Techtex Private Limited.	100.00 (Rupees One Hundred Crore Only)	Purchase, sale or supply of goods or services. However, such transactions would be on an arm's lengths basis and in the ordinary course of the Company's Business.

**RESOLVED FURTHER THAT** the total value of contract or any transaction of purchase, sale or supply of goods or services with M/s Shakti Techtex Private Limited in any financial year should not exceed Rs. 100 Crores (Rupees One Hundred Crore Only).

**RESOLVED FURTHER THAT** the terms and conditions of the transactions with the Related Parties shall be approved by the Audit Committee.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company be and are hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

### 2) Approval of Contract/Agreement for Related Party Transactions with M/s. Shakti Polyweave Private Limited, a Group Entity

To Consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT**, pursuant to the provisions of Section 188(1)(a) of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof) and the 'Policy for dealing with Related Party Transactions' of M/s. Shri Jagdamba polymers Limited and approved and recommended by the Audit Committee, consent of the members of the

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Company be and is hereby accorded to the Board of Directors to enter into contract or any transaction of purchase, sale or supply of goods or services with M/s. Shakti Polyweave Private Limited in which Managing Director of the Company, Mr. Ramakant Bhojnagarwala (DIN: 00012733), is interested directly, or through their relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

Sr. No.	Name of Related Party	Name of Director who are related	Nature of relationship	Maximum value of Transactions per annum (Rs. in Crores)	Nature and Particulars of arrangement
1.	M/s. Shakti Polyweave Private Limited	Mr. Ramakant Bhojnagarwala	Mr. Ramakant Bhojnagarwala is father of Mr. Hanskumar Agrawal and husband of Mrs. Radhadevi Agarwal who are Managing Director and Director of M/s. Shakti Polyweave Private Limited. He also holds 27.37% Equity Shares of M/s. Shakti Polyweave Private Limited	100.00 (Rupees One Hundred Crore Only)	Purchase, sale or supply of goods or services However, such transactions would be on an arm's lengths basis and in the ordinary course of the Company's Business.

**RESOLVED FURTHER THAT**, the total value of contract or any transaction of purchase, sale or supply of goods or services with M/s. Shakti Polyweave Private Limited in any financial year should not exceed Rs. 100 Crores (Rupees One Hundred Crore Only).

**RESOLVED FURTHER THAT**, the terms and conditions of the transactions with the Related Parties shall be approved by the Audit Committee.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company be and are hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

### 3) Approval of Contract/Agreement for Related Party Transactions with M/s. Shri Techtex Limited, a Group Entity

To Consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT**, pursuant to the provisions of Section 188(1)(a) of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof) and the 'Policy for dealing with Related Party Transactions' of M/s. Shri Jagdamba polymers Limited and approved and recommended by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors to enter into contract or any transaction of purchase, sale or supply of goods or services with M/s. Shri Techtex Limited, in which Managing Director and Director of the Company namely Mr. Ramakant Bhojnagarwala(DIN: 00012733), and Mr. Vikas Agarwal (DIN: 03585140) are interested directly, or through their relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

Sr. No.	Name of Related Party	Name of Director who are related	Nature of relationship	Maximum value of Transactions per annum (Rs. in Crores)	Nature and Particulars of arrangement
1.	M/s. Shri Techtex Limited	Mr. Ramakant Bhojnagarwala, and Mr. Vikas Agarwal	Mr. Ramakant Bhojnagarwala is a shareholder, and Mr. Vikas Srikishan Agarwal is a director	100.00 (Rupees One Hundred Crore Only)	Purchase, sale or supply of goods or services However, such transactions would be

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		and a shareholder in Shri Techtex Limited.		on an arm's lengths basis and in the ordinary course of the Company's Business.
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**RESOLVED FURTHER THAT**, the total value of contract or any transaction of purchase, sale or supply of goods or services M/s. Shri Techtex Limited in any financial year should not exceed Rs. 100 Crores (Rupees One Hundred Crore Only).

**RESOLVED FURTHER THAT**, the terms and conditions of the transactions with the Related Parties shall be approved by the Audit Committee.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company be and are hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

#### 4) Approval of Contract/Agreement for Related Party Transactions with M/s. Aurum Fabrictech LLP, a Group Entity

To Consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT**, pursuant to the provisions of Section 188(1)(a) of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof) and the 'Policy for dealing with Related Party Transactions' of M/s. Shri Jagdamba Polymers Limited and approved and recommended by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors to enter into contract or any transaction of purchase, sale or supply of goods or services with M/s. Aurum Fabrictech LLP, in which Managing Director of the Company namely Mr. Ramakant Bhojnarwala(DIN: 00012733), is interested directly as partner, or through their relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

Sr. No.	Name of Related Party	Name of Director who are related	Nature of relationship	Maximum value of Transactions per annum (Rs. in Crores)	Nature and Particulars of arrangement
1.	M/s. Aurum Fabrictech LLP	Mr. Ramakant Bhojnarwala	Mr. Ramakant Bhojnarwala and his immediate Relatives are Designated Partners/ Partner in the LLP.	100.00 (Rupees One Hundred Crore Only)	Purchase, sale or supply of goods or services However, such transactions would be on an arm's lengths basis and in the ordinary course of the Company's Business.

**RESOLVED FURTHER THAT**, the total value of contract or any transaction of purchase, sale or supply of goods or services M/s. Aurum Fabrictech LLP in any financial year should not exceed Rs. 100 Crores (Rupees One Hundred Crore Only).

**RESOLVED FURTHER THAT**, the terms and conditions of the transactions with the Related Parties shall be approved by the Audit Committee.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company be and are hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed

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necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

## 5) Approval of Contract/Agreement for Related Party Transactions with M/s. Harmony Finvest, a Group Entity

To Consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT**, pursuant to the provisions of Section 188(1)(a) of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof) and the 'Policy for dealing with Related Party Transactions' of M/s. Shri Jagdamba Polymers Limited and approved and recommended by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors to enter into contract or any transaction of purchase, sale or supply of goods or services with M/s. Harmony Finvest, a partnership firm, in which Mr. Ramakant Bhojnarwala (DIN: 00012733), Managing Director and his relatives are interested directly as partner, or through their relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

Sr. No.	Name of Related Party	Name of Director who are related	Nature of relationship	Maximum value of Transactions per annum (Rs. in Crores)	Nature and Particulars of arrangement
1.	Harmony Finvest	Mr. Ramakant Bhojnarwala	Mr. Ramakant Bhojnarwala and his relatives are partners in Harmony Finvest, a partnership firm.	100.00 (Rupees One Hundred Crore Only)	Purchase, sale or supply of goods or services However, such transactions would be on an arm's lengths basis and in the ordinary course of the Company's Business.

**RESOLVED FURTHER THAT**, the total value of contract or any transaction of purchase, sale or supply of goods or services M/s. Harmony Finvest in any financial year should not exceed Rs. 100 Crores (Rupees One Hundred Crore Only).

**RESOLVED FURTHER THAT** the terms and conditions of the transactions with the Related Parties shall be approved by the Audit Committee.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company be and are hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

## 6) Approval for revision in remuneration of Mr. Ramakant Bhojnarwala (DIN: 00012733), Managing Director of the Company:

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

**"RESOLVED THAT** pursuant to the Provisions of Section 196 and 197 and all other applicable provisions if any, of the Companies Act, 2013, and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013, pursuant to the approvals and recommendation of the Nomination and Remuneration Committee and subject to provisions of Article of Association of the Company (including any statutory modification or re-enactment thereof for the time being in force), approval of the Members be and is hereby accorded to revision in the remuneration of Mr. Ramakant Bhojnarwala (DIN: 00012733), Managing Director of the Company, to Rs. 35,00,000 (Rupees Thirty- Five Lakhs Only) (Per month) with effect from April 1, 2024, upon the terms and conditions as may be decided by the Board and Nomination and Remuneration Committee.

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**RESOLVED FURTHER THAT** in the event of any loss, absence or inadequacy of the profit of the company in any financial year during the term of office of Mr. Ramakant Bhojnarwala (DIN: 00012733), the remuneration mentioned above shall be paid to Mr. Ramakant Bhojnarwala.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution."

## 7) Regularisation of Mrs. Radhadevi Agarwal (DIN: 07309539) as Non-Executive Non-Independent Director of the Company

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

**"RESOLVED THAT** pursuant to the provisions of Sections 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 framed thereunder, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors , Mrs. Radhadevi Agarwal (DIN: 07309539), who was appointed as the Additional Director by the Board of Directors of the Company at their meeting held on June 25, 2024 to hold office w.e.f. June 26, 2024, and who holds office up to the date of ensuing Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as the Non-Executive Non-Independent Director of the Company whose office shall be liable to retire by rotation..

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of Company be and are hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

## 8) Re-Appointment of Mr. Shail Akhil Patel (DIN: 08427908) as an Independent Director of the Company for a second term

To Consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149(10) and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force), Regulation 16(1)(b), Regulation 25 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, Mr. Shail Akhil Patel (DIN: 08427908), who was appointed as an Independent Director at the 35th Annual General Meeting of the Company held on September 30, 2019, and whose present term of office as an Independent Director expired on April 24, 2024, who has given his consent for the re-appointment and has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and also declared that he has not been debarred from holding the office of director or continuing as a Director of Company by SEBI/ MCA or any other authority and who is eligible for re-appointment, and whose re-appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors in their meeting held on April 23, 2024, be and is hereby re-appointed as an Independent Director of the Company, for a second term of five (5) consecutive years, in continuation with his first term of Independent directorship, commencing from April 25, 2024 to April 24, 2029 and that he shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Shail Akhil Patel (DIN: 08427908) shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director, under

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the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

**RESOLVED FURTHER THAT** any of the Director, CFO and Company Secretary of the Company, be and are hereby authorised severally to execute all such forms, documents, instruments, papers and writings etc., on behalf of the Company, as may be required from time to time, to do and to perform all such acts, deeds and things as may be necessary to give effect to this resolution and to settle any question, difficulty or doubt, that may arise in giving effect to aforementioned resolution."

## 9) Approval for giving Loan or Guarantee or providing Security in connection with loan availed by Shakti Techtex Private Limited, a Group Entity

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 Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Shakti Techtex Private Limited ('Shakti Techtex'), covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Shakti Techtex for their respective principal business activities only and such other details as mentioned in the explanatory statement excluding loan/guarantee/security exempted or to be exempted under the Companies Act, 2013 and other applicable laws, if any, in one or more tranches, from time to time, .

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any of the Director, CFO and Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

## 10) Approval for giving Loan or Guarantee or providing Security in connection with loan availed by Shakti Polyweave Private Limited, a Group Entity

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 Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Shakti Polyweave Private Limited ('Shakti Polyweave'), covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Shakti Polyweave for their respective principal business activities only and such other details as mentioned in the explanatory statement.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any of the Director, CFO and Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of

# Shri Jagdamba Polymers Limited

Regd. Office : "HARMONY", 4th Floor, 15/A, Shree Vidhyanagar Co-Op. Hsg. Soc. Ltd., Opp. NABARD,  
Nr. Usmanpura Garden, Usmanpura, Ahmedabad - 380014 (INDIA)  
Tele. No. +91-79-26565792 , E-mail ID - admin@jagdambapolymers.com & gst@jagdambapolymers.com  
CIN - L17239GJ1985PLC007829 & GST No.- 24AACCS1262K1ZH



Star Export House

the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

## 11) Approval for giving Loan or Guarantee or providing Security in connection with loan availed by Shri Techtex Limited, a Group Entity

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 Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Shri Techtex Limited ('Shri Techtex'), covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Shri Techtex for their respective principal business activities only and such other details as mentioned in the explanatory statement.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any of the Director, CFO and Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

## 12) Approval for giving Loan or Guarantee or providing Security in connection with loan availed by Aurum Fabrictech LLP, a Group Entity

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 Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Aurum Fabrictech LLP, ('Aurum Fabrictech '), covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Aurum Fabrictech for their respective principal business activities only and such other details as mentioned in the explanatory statement.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any of the Director, CFO and Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."



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## 13) Approval for giving Loan or Guarantee or providing Security in connection with loan availed by Harmony Finvest, a Group Entity

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 Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Harmony Finvest, a Partnership Firm, covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Harmony Finvest for their respective principal business activities only and such other details as mentioned in the explanatory statement.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any of the Director, CFO and Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

Place: Ahmedabad  
Date: June 26, 2024

Registered Office:  
"HARMONY", 4th Floor, 15/A,  
Shree Vidhyanagar Co-Op. Housing Soc. Ltd.,  
Opp. NABARD, Nr. Usmanpura Garden,  
Usmanpura, Ahmedabad - 380 014

By order of the Board of Directors of  
Shri Jagdamba polymers Limited



Dharmistha Kabra  
Company Secretary

# Shri Jagdamba Polymers Limited

Regd. Office : "HARMONY", 4th Floor, 15/A, Shree Vidhyanagar Co-Op. Hsg. Soc. Ltd., Opp. NABARD, Nr. Usmanpura Garden, Usmanpura, Ahmedabad - 380014 (INDIA)  
Tele. No. +91-79-26565792 . E-mail ID - admin@jagdambapolymers.com & gst@jagdambapolymers.com  
CIN - L17239GJ1985PLC007829 & GST No.- 24AACGS1262K1ZH



## Notes:

1. The approval of shareholders of the Company is solicited by passing resolution through Postal Ballot/ E-Voting for businesses set out in this Notice. This Postal Ballot Notice is being sent to all shareholders, whose names appear in the Register of Members/ list of Beneficial Owners as received from the Depositories as on Friday, June 21, 2024, ("Cut-off Date"). Members holding equity shares as on the Cut-off Date can cast their vote using remote e-voting facility only. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.
2. Explanatory Statement setting out all material facts as required under Section 102 of the Act in respect of the aforesaid special business is appended.
3. Resolution, if approved, by the shareholders by means of Postal Ballot /E-Voting is deemed to have been passed at a General Meeting of the shareholders and the last date of the E- Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.
4. In terms of the General Circulars, the Postal Ballot Notice is sent electronically to all the shareholders who have registered their email ids with the Company or Depository Participant(s) as on the Cut-off Date.
5. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail to Registrar and Transfer Agent of the Company, i.e., Skyline Financial Services Private Limited at [admin@skylinerta.com](mailto:admin@skylinerta.com) or to the Company at [admin@jagdambapolymers.com](mailto:admin@jagdambapolymers.com) with name of registered shareholder(s), folio number(s)/DP Id/Client Id and No. of equity shares held from the email address they wish to register to enable them to exercise their vote on special businesses as set out in the Postal Ballot Notice through remote e-voting facility provided by CDSL.
6. A Member cannot exercise his / her / its vote by proxy on Postal Ballot / E-Voting.

## 7. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING.

### 1. Instructions for remote e-voting are as below:

- (i) Remote e-voting period shall commence on Thursday, June 27, 2024, and end on Wednesday, Friday, July 26, 2024, (both days inclusive). During this period, Members of the Company holding shares either in physical or dematerialized form as on the Cut-off date, i.e. Friday, June 21, 2024 (including those Members who may not have received this Notice due to non- registration of their e-mail address with the Company or the Depositories / Depository Participants), may cast their vote electronically, in respect of the resolution as set out in this Notice only through the remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) During the remote e-voting period, Members can login at CDSL e-voting platform any number of times till they have voted on the resolution. Once the vote on resolution is cast by a Member, whether partially or otherwise, Member shall not be allowed to change it subsequently or cast the vote again
- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in	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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.

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Demat mode with CDSL	<ol style="list-style-type: none"> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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. CDSL and NSDL**

Login type	Helpdesk details
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

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	helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN of the Company for which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

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- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [moongipacs@gmail.com](mailto:moongipacs@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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 Company at [admin@jagdambapolymerslimited.com](mailto:admin@jagdambapolymerslimited.com) and/or RTA email at [viren@skylinerta.com](mailto:viren@skylinerta.com).
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai.

# Shri Jagdamba Polymers Limited

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

### Item No: 1

Pursuant to provision of Section 188 of Companies Act, 2013 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), provides that contracts or transactions involving sale, purchase or supply of any goods or materials, directly or through appointment of agent, exceeding ten percent of the turnover of the company, requires prior approval of members in General meeting.

The Company carries out transactions with M/s Shakti Techtex Private Limited at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. No advance is paid or will be paid for carrying out transactions with M/s Shakti Techtex Private Limited. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s Shakti Techtex Private Limited, provided that total value in aggregate in any financial year should not exceed Rs. 100 Crores.

The relevant information is as follows: -

	Particulars	Remarks
1.	Name of Related Party	M/s. Shakti Techtex Private Limited
2.	Type of Transaction	Purchase, sale or supply of goods or services
3.	Material Terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Ramakant Bhojnarwala is the father of Mr. Hanskumar Agrawal who is a Director of M/s. Shakti Techtex Private Limited. He also holds 10% Equity Shares of M/s. Shakti Techtex Private Limited
5.	Tenure of the Proposed transaction	In any of the financial year
6.	Value of the proposed transaction (not to exceed)	Rs. 100 Crore (Rupees One Hundred Crore Only)
7.	Value of RPT as % of Company's audited annual consolidated turnover of Rs. 36194.04 Lakhs for the financial year 2023-24	0.99%
8.	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary: (i) Details of financial indebtedness Incurred (ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security (iii) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
10.	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	None

Other than Mr. Ramakant Bhojnarwala (DIN: 00012733) who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing

# Shri Jagdamba Polymers Limited

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CIN - L17239GJ1985PLC007829 & GST No.- 24AACGS1262K1ZH



Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 1 of this Notice.

## Item no. 2

Pursuant to provision of Section 188 of Companies Act, 2013 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") provides that contracts or transactions involving sale, purchase or supply of any goods or materials, directly or through appointment of agent, exceeding ten percent of the turnover of the company, requires prior approval of members in General meeting.

The Company carries out transactions with M/s. Shakti Polyweave Private Limited at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. No advance is paid or will be paid for carrying out transactions with M/s. Shakti Polyweave Private Limited. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Shakti Polyweave Private Limited provided that total value in aggregate in any financial year should not exceed Rs. 100 Crores.

The relevant information is as follows: -

	Particulars	Remarks
1.	Name of Related Party	M/s. Shakti Polyweave Private Limited
2.	Type of Transaction	Purchase, sale or supply of goods or services
3.	Material Terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Ramakant Bhojnagarwala is the father of Mr. Hanskumar Agrawal and husband of Mrs. Radhadevi Agarwal who are Managing Director and Director of M/s. Shakti Polyweave Private Limited. He also holds 27.37% Equity Shares of M/s. Shakti Polyweave Private Limited
5.	Tenure of the Proposed transaction	In any of the financial year
6.	Value of the proposed transaction (not to exceed)	Rs. 100 Crore (Rupees One Hundred Crore Only)
7.	Value of RPT as % of Company's audited annual consolidated turnover of Rs. 36194.04 Lakhs for the financial year 2023-24	7.83%
8.	If the transaction relates to any loans, inter given by the listed entity or its subsidiary: (i) Details of financial indebtedness Incurred (ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security (iii) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	- corporate deposits, advances or investments made or  Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
10.	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	None

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Other than Mr. Ramakant Bhojnarwala (DIN: 00012733) who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 2 of this Notice.

## Item no. 3

Pursuant to provision of Section 188 of Companies Act, 2013 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") provides that contracts or transactions involving sale, purchase or supply of any goods or materials, directly or through appointment of agent, exceeding ten percent of the turnover of the company, requires prior approval of members in General meeting.

The Company carries out transactions with M/s. Shri Techtex Limited at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. No advance is paid or will be paid for carrying out transactions with M/s. Shri Techtex Limited. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Shri Techtex Limited provided that total value in aggregate in any financial year should not exceed Rs. 100 Crores.

The relevant information is as follows: -

	Particulars	Remarks
1.	Name of Related Party	M/s. Shri Techtex Limited
2.	Type of Transaction	Purchase, sale or supply of goods or services
3.	Material Terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Ramakant Bhojnarwala is a shareholder, and Mr. Vikas Srikishan Agarwal is a director and a shareholder in Shri Techtex Limited.
5.	Tenure of the Proposed transaction	In any of the financial year
6.	Value of the proposed transaction (not to exceed)	Rs. 100 Crore (Rupees One Hundred Crore Only)
7.	Value of RPT as % of Company's audited annual consolidated turnover of Rs. 36194.04 Lakhs for the financial year 2023-24	9.93%
8.	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary: (i) Details of financial indebtedness Incurred (ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security (iii) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
10.	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable



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11.	Any other information relevant or important for the members to take a decision on the proposed resolution	None
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Other than Mr. Ramakant Bhojnagarwala (DIN: 00012733) and Mr. Vikas Srikishan Agarwal (DIN: 03585140) who are interested directly, or through their relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 3 of this Notice.

## Item no. 4

Pursuant to provision of Section 188 of Companies Act, 2013 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") provides that contracts or transactions involving sale, purchase or supply of any goods or materials, directly or through appointment of agent, exceeding ten percent of the turnover of the company, requires prior approval of members in General meeting.

The Company carries out transactions with M/s. Aurum Fabrictech LLP at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. No advance is paid or will be paid for carrying out transactions with M/s. Aurum Fabrictech LLP. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Aurum Fabrictech LLP provided that total value in aggregate in any financial year should not exceed Rs. 100 Crores.

The relevant information is as follows: -

	Particulars	Remarks
1.	Name of Related Party	M/s. Aurum Fabrictech LLP
2.	Type of Transaction	Purchase, sale or supply of goods or services
3.	Material Terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Ramakant Bhojnagarwala and his immediate Relatives are Designated Partners/ Partner in the LLP.
5.	Tenure of the Proposed transaction	In any of the financial year
6.	Value of the proposed transaction (not to exceed)	Rs. 100 Crore (Rupees One Hundred Crore Only)
7.	Value of RPT as % of Company's audited annual consolidated turnover of Rs. 36194.04 Lakhs for the financial year 2023-24	2.53%
8.	If the transaction relates to any loans, inter given by the listed entity or its subsidiary: (i) Details of financial indebtedness Incurred (ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security (iii) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	- corporate deposits, advances or investments made or  Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.

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10.	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	None

Other than Mr. Ramakant Bhojnagarwala (DIN: 00012733), who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 4 of this Notice.

## Item no. 5

Pursuant to provision of Section 188 of Companies Act, 2013 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") provides that contracts or transactions involving sale, purchase or supply of any goods or materials, directly or through appointment of agent, exceeding ten percent of the turnover of the company, requires prior approval of members in General meeting.

The Company carries out transactions with M/s. Harmony Finvest at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. No advance is paid or will be paid for carrying out transactions with M/s. Harmony Finvest. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Harmony Finvest provided that total value in aggregate in any financial year should not exceed Rs. 100 Crores.

The relevant information is as follows: -

	Particulars	Remarks
1.	Name of Related Party	M/s. Harmony Finvest
2.	Type of Transaction	Purchase, sale or supply of goods or services
3.	Material Terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Ramakant Bhojnagarwala, Managing Director of the company and his relatives are partners in Harmony Finvest, a partnership firm
5.	Tenure of the Proposed transaction	In any of the financial year
6.	Value of the proposed transaction (not to exceed)	Rs. 100 Crore (Rupees One Hundred Crore Only)
7.	Value of RPT as % of Company's audited annual consolidated turnover of Rs. 36194.04 Lakhs for the financial year 2023-24	15.85%
8.	If the transaction relates to any loans, inter given by the listed entity or its subsidiary: (i) Details of financial indebtedness Incurred (ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security (iii) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	- corporate deposits, advances or investments made or  Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The Board considers that the proposed related party transactions are in the ordinary course of business and at

# Shri Jagdamba Polymers Limited

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		arm's length basis and play a vital role in the growth of business operations of the listed entity.
10.	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	None

Other than Mr. Ramakant Bhojnarwala (DIN: 00012733), who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 5 of this Notice.

## Item no. 6

In accordance with the provisions of Section 196 and 203 of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and other applicable provisions, if any, of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and annual performance appraisal of all the employees of the company including senior management of the company, the Board of Directors of the Company at its meeting held on June 25, 2024, upon the recommendation of Nomination and Remuneration Committee, revised the salary of Mr. Ramakant Bhojnarwala (DIN: 00012733), Managing Director of the Company, to Rs. 35,00,000 (Thirty- Five Lakh Rupees Only) (Per month) with effect from April 1, 2024.

Mr. Ramakant Bhojnarwala is currently the Managing Director of the Company.

The details required pursuant to Schedule V of the Companies Act, 2013 is as under:

Nature of industry	The Company is presently engaged in the business of technical textiles, woven fabrics and Windmill Power Generation.																				
Date of commencement of commercial production	The company is already making the production.																				
Financial performance based on given indicators	The financial performance of the company is as under: (Amount in Lakhs) <table border="1"><thead><tr><th>Particulars</th><th>2021-2022</th><th>2022-2023</th><th>2023-2024</th></tr></thead><tbody><tr><td>Sales and other receipts</td><td>37710.11</td><td>33635.06</td><td>36194.04</td></tr><tr><td>Depreciation</td><td>795.32</td><td>819.32</td><td>779.74</td></tr><tr><td>Profit before Tax</td><td>6737.23</td><td>4108.51</td><td>4433.52</td></tr><tr><td>Profit after tax</td><td>5116.05</td><td>3006.26</td><td>3227.34</td></tr></tbody></table>	Particulars	2021-2022	2022-2023	2023-2024	Sales and other receipts	37710.11	33635.06	36194.04	Depreciation	795.32	819.32	779.74	Profit before Tax	6737.23	4108.51	4433.52	Profit after tax	5116.05	3006.26	3227.34
Particulars	2021-2022	2022-2023	2023-2024																		
Sales and other receipts	37710.11	33635.06	36194.04																		
Depreciation	795.32	819.32	779.74																		
Profit before Tax	6737.23	4108.51	4433.52																		
Profit after tax	5116.05	3006.26	3227.34																		
Export performance	During the year 2023-2024 the Company has exported goods worth Rs. 32692.35 lakhs while in the year 2022-2023 the Company exported goods worth Rs. 27841.55 lakhs.																				
Foreign investment and collaborations, if any	There is no foreign investment or collaborations.																				

## Information about Mr. Ramakant Bhojnarwala

DIN	00012733
Background details	Mr. Ramakant Bhojnarwala is the promoter and founder of the Company. He is in board since 1985 and has wide experience in the management of the affairs of the Company. The growth of the Company has been manifolded under his management. Further Mr. Ramakant Bhojnarwala has practical knowledge in the field of the manufacturing, finance, administration etc.
Father Name	Mr. Jhabarmal Ishwardas

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Date of Birth	8 <sup>th</sup> March, 1942
Educational Qualification	Bachelor of Commerce
Past remuneration	The shareholder of the company at 38 <sup>th</sup> Annual General Meeting of the Company held on September 28, 2022, has passed the resolution to revise the remuneration payable to Mr. Ramakant Bhojnarwala to Rs. 25 lakhs per month.
Recognition/ Awards	None
Remuneration proposed	It is proposed to pay remuneration of 35.00 lakhs per month with effect from April 1, 2024.
Pecuniary relationship	Mr. Ramakant Bhojnarwala is presently the Managing Director of the Company.

The revision in remuneration of Mr. Ramakant Bhojnarwala has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors. The Board of Directors of your Company recommends the approval for the revision in remuneration of Mr. Ramakant Bhojnarwala on new terms with effect from April 1, 2024.

Mr. Ramakant Bhojnarwala is not a director in any other Company. The details of shares held by him, and his relatives in the company are as follows:

Sr. No.	Name of Shareholder	Number of Shares held	% of total paid up Capital
1.	Ramakant Bhojnarwala	2998000	34.23%
2.	Hanskumar Ramakant Agrawal	1048000	11.97%
3.	Radhadevi R Agrawal	1948000	22.24%
4.	Shradha Hanskumar Agarwal	393675	4.50%

The Board of Directors are of the opinion that the revision in remuneration of Mr. Ramakant Bhojnarwala as the Managing Director is in the best interest of the Company and accordingly, recommend the resolution set out in Item No. 6 for approval of the members.

Other than Mr. Ramakant Bhojnarwala (DIN: 00012733) and his relatives, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution of this Notice. Hence the said Special Resolution is recommended for your approval.

## Item No: 7

Pursuant to Section 161 of the Companies Act, 2013, and other applicable provisions the Board, at its meeting held on June 25, 2024, upon the recommendation of Nomination and Remuneration Committee of the Board, appointed Mrs. Radhadevi Agarwal (DIN: 07309539) as an Additional Director in the capacity of Non-Executive, Non-Independent Director of the Company with effect from June 26, 2024.

Pursuant to Regulation 17(1C) of the Listing Regulations, Mrs. Radhadevi Agarwal (DIN: 07309539) shall hold office until the date of Next General Meeting or for a period of three months from the date of appointment, whichever is earlier. The Company has received notice under section 160 of the Act from Mrs. Radhadevi Agarwal proposing her candidature as an Non-Executive, Non-Independent Director of the Company.

## Proposal and Rationale for appointment

### a) Brief profile:

#### Qualification:

- Bachelor of Arts

#### Experience:

Mrs. Radhadevi Agarwal has been involved as a director of one of the group entities of the Company, namely Shakti Polyweave Private Limited for almost a decade.

### b) Confirmations: Mrs. Radhadevi Agarwal has confirmed that she:

- is qualified to be appointed as a Director in terms of the provisions of Section 164 of the Act and has provided her consent to act as a Director.

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- ii. is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India and any other competent regulatory authority.

The brief resume of Mrs. Radhadevi Agarwal in pursuance of the provisions of Regulations 36 of the SEBI (LODR) Regulations, 2015 has been given in Annexure - A to this Notice.

Except for Mr. Ramakant Bhojnagarwala, (DIN: 000127333), Managing Director of the Company who is the husband of the appointee, Mrs. Radhadevi Agarwal (DIN: 07309539) herself and/or her relatives, None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, are concerned, or interested in the Resolution mentioned in Item No. 7 of the Notice.

The Board hereby recommends the same for approval of the Members via an Ordinary Resolution.

## Item No: 8

The member of Shri Jagdamba Polymers Limited at the 35<sup>th</sup> Annual General Meeting held on Monday, September 30, 2019, had approved the appointment of Mr. Shail Akhil Patel (DIN 08427908) as an Independent Director on the Board of the Company to hold office for a term of 5 (Five) ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act). He is eligible for re-appointment for a second term of 5 years, starting from April 25, 2024, until April 24, 2029.

The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors in its meeting held on April 23, 2024, based on the report of performance evaluation of Independent Directors, has recommended re-appointment of Mr. Shail Akhil Patel (DIN 08427908) as an Independent Director for a second term of 5 (Five) consecutive years on the Board of the Company with effect from April 25, 2024.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his experience and background and the contribution made by him as an Independent Director during his current term, the continued association of Mr. Shail Akhil Patel (DIN 08427908) would be beneficial to the Company and therefore it is desirable to continue to avail his services as an Independent Director. Accordingly, it is proposed to re-appoint Mr. Shail Akhil Patel (DIN 08427908) as an Independent Director of the Company not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years on the Board of the Company, in continuation with his first term of directorship, effective on April 25, 2024, subject to the approval of the Members. Mr. Shail Akhil Patel abstained from discussion and voting on the matter concerning his appointment during the meetings of NRC as well as the Board of Directors.

Mr. Shail Akhil Patel has provided a declaration to the Board, stating that he continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). He also affirmed that he is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent for such re-appointment. In the opinion of the Board, he is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director, and he is independent of the management. In terms of Regulation 25(8) of Listing Regulations, Mr. Shail Akhil Patel has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Furthermore, a declaration has been received from Mr. Shail Akhil Patel that he has not been debarred from holding the office of a director by virtue of any order passed by SEBI or any other such authority. Mr. Shail Akhil Patel has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. Considering his experience, the Board deems it desirable and in the interest of the Company to continue Mr. Shail Akhil Patel on the Board, and accordingly recommends the re-appointment of Mr. Shail Akhil Patel as an Independent Director for a second term of 5 years, as proposed in notice for approval by the Members as a Special Resolution.

A brief resume of Mr. Shail Akhil Patel (DIN 08427908) in pursuance of the provisions of Regulations 36 of the SEBI (LODR) Regulations, 2015 has been given in Annexure - B to this Notice.

Except for Mr. Shail Akhil Patel and/or his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

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## Item No: 9

Pursuant to Section 185 of the Companies Act, 2013 (the "Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof), a company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity/(ies) covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, subject to compliance with the following conditions:

- a. If a special resolution is passed by the company; and
- b. The loan(s) are utilised by the borrowing companies for their principal business activities

The Company may have to render support for the business requirements of its Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Board of Directors of the Company seek consent of the Members by way of a Special Resolution to extend financial assistance for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Shakti Techtex Private Limited ('Shakti Techtex') covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Shakti Techtex for their general business operations/ or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities. The Board of Directors recommend the resolution given in Item no. 9 of this Notice for your approval as a Special Resolution.

Other than Mr. Ramakant Bhojnarwala (DIN: 00012733) who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 9 of this Notice.

## Item No: 10

Pursuant to Section 185 of the Companies Act, 2013 (the "Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof), a company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity/(ies) covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, subject to compliance with the following conditions:

- a. If a special resolution is passed by the company; and
- b. The loan(s) are utilised by the borrowing companies for their principal business activities

The Company may have to render support for the business requirements of its Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Board of Directors of the Company seek consent of the Members by way of a Special Resolution to extend financial assistance for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Shakti Polyweave Private Limited ('Shakti Polyweave') covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Shakti Polyweave for their general business operations/ or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

# Shri Jagdamba Polymers Limited

Regd. Office : "HARMONY", 4th Floor, 15/A, Shree Vidhyanagar Co-Op. Hsg. Soc. Ltd., Opp. NABARD,  
Nr. Usmanpura Garden, Usmanpura, Ahmedabad - 380014 (INDIA)  
Tele. No. +91-79-26565792 . E-mail ID - admin@jagdambapolymers.com & gst@jagdambapolymers.com  
CIN - L17239GJ1985PLC007829 & GST No.- 24AACCS1262K1ZH



The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities. The Board of Directors recommend the resolution given in Item no. 10 of this Notice for your approval as a Special Resolution.

Other than Mr. Ramakant Bhojnagarwala (DIN: 00012733) who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 10 of this Notice.

## Item No: 11

Pursuant to Section 185 of the Companies Act, 2013 (the "Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof), a company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity/(ies) covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, subject to compliance with the following conditions:

- a. If a special resolution is passed by the company; and
- b. The loan(s) are utilised by the borrowing companies for their principal business activities

The Company may have to render support for the business requirements of its Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Board of Directors of the Company seek consent of the Members by way of a Special Resolution to extend financial assistance for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Shri Tectex Limited ('Shri Tectex') covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Shri Tectex for their general business operations/ or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities. The Board of Directors recommend the resolution given in Item no. 11 of this Notice for your approval as a Special Resolution.

Other than Mr. Ramakant Bhojnagarwala (DIN: 00012733) and Mr. Vikas Srikishan Agarwal (DIN: 03585140) who are interested directly, or through their relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 11 of this Notice.

## Item No: 12

Pursuant to Section 185 of the Companies Act, 2013 (the "Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof), a company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity/(ies) covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, subject to compliance with the following conditions:

- a. If a special resolution is passed by the company; and
- b. The loan(s) are utilised by the borrowing companies for their principal business activities

The Company may have to render support for the business requirements of its Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Board of Directors of the Company seek consent of the Members by way of a Special Resolution to

# Shri Jagdamba Polymers Limited

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extend financial assistance for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Aurum Fabrictech LLP ('Aurum Fabrictech ') covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Aurum Fabrictech for their general business operations/ or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities. The Board of Directors recommend the resolution given in Item no. 12 of this Notice for your approval as a Special Resolution.

Other than Mr. Ramakant Bhojnagarwala (DIN: 00012733) who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 12 of this Notice.

## Item No: 13

Pursuant to Section 185 of the Companies Act, 2013 (the "Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof), a company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity/(ies) covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, subject to compliance with the following conditions:

- If a special resolution is passed by the company; and
- The loan(s) are utilised by the borrowing companies for their principal business activities

The Company may have to render support for the business requirements of its Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Board of Directors of the Company seek consent of the Members by way of a Special Resolution to extend financial assistance for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Harmony Finvest, a Partnership Firm, covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Act, upto an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, provided that such loans are utilized by Harmony Finvest for their general business operations/ or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities. The Board of Directors recommend the resolution given in Item no. 13 of this Notice for your approval as a Special Resolution.

Other than Mr. Ramakant Bhojnagarwala (DIN: 00012733) who is interested directly, or through his relatives being a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1) (zb) of the Listing Regulations, none of the other Directors, Key Managerial personnel or their relatives are interested or concerned in the proposed Resolution at Item No. 13 of this Notice.

Place: Ahmedabad  
Date: June 26, 2024

By order of the Board of Directors of  
Shri Jagdamba polymers Limited  
Sd/-

Registered Office:  
"HARMONY", 4th Floor, 15/A, Shree Vidhyanagar Co-Op.  
Housing Soc. Ltd., Opp. NABARD, Nr. Usmanpura Garden,  
Usmanpura, Ahmedabad - 380 014

Dharmistha Kabra  
Company Secretary



# Shri Jagdamba Polymers Limited

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Tele. No. +91-79-26565792 , E-mail ID - admin@jagdambapolymers.com & gst@jagdambapolymers.com  
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## ANNEXURE-A

### Appointment/Re-appointment of Directors:

Additional Information of the Director seeking appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

DIN Number	07309539
Background details	Mrs. Radhadevi Agarwal holds a Bachelor of Arts with a decade's worth of experience working as a director of one of the group entities of the company.
Father Name	Mr. Munnalal Agarwal
Date of Birth	July 1, 1955
Date of Appointment	June 26, 2024
Qualification	Bachelor of Arts
Listed entities in which the person holds the Directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years.	NIL
Expertise in specific functional areas	Her rich knowledge in the field of textile and directing is expected to contribute to the company's organic and inorganic growth, diverse and focused decision making.
Number of shares held in the Company	19,48,000
Inter-se Relationship between Directors	Mrs. Radhadevi Agarwal is the wife of the Managing Director of the Company, Mr. Ramakant Bhojnagarwala. She does not have relation with any other directors or KMPs of the company.

## ANNEXURE-B

### Appointment/Re-appointment of Directors:

Additional Information of the Director seeking appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

DIN Number	08427908
Background details	Mr. Shail Akhil Patel holds a master's degree in international business with 12 years retail experience in fabrics, apparel, and optical
Father Name	Mr. Akhil Kantilal Patel
Date of Birth	December 12, 1983
Date of Appointment	April 25, 2019
Qualification	Master's in international business
Listed entities in which the person holds the Directorship and the membership of Committees of the board along with listed entities from which the person has	NIL

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Star Export House

resigned in the past three years.	
Expertise in specific functional areas	Expertise in the field of fabrics, apparel, and optical.
Number of shares held in the Company	0
Inter-se Relationship between Directors	None