Ahimsa Industries Ltd.
Reg. Office: Plot No. 160, Devraj Industrial Park,
Piplaj - Pirana Road, Village - Piplaj,
Ahmedabad - 382405. Gujarat (INDIA).
ahimsagreenpet@ymail.com
CIN: L25200GJ1996PLC028679

Date: August 5, 2022

To,
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai-400051

NSE Scrip Symbol: **AHIMSA**

Dear Sirs,

Subject: Notice of 27th Annual General Meeting of Ahimsa Industries Limited

This is with reference to the above mentioned subject, In this regard, we would like to inform you that the 27th Annual General Meeting of the company will be held on Tuesday, September 6, 2022 at 11.30 A.M. IST at registered office of the company at 160, Devraj Industrial Park, Piplaj-Pirana Road, Village Piplaj, Ahmedabad-382405

We request you to kindly take the above said information on record.

Thanking You

Yours faithfully.
For Ahimsa Industries Limited

AHIMSA INDUSTRIES LTD. AHMEDABAD 382405

Ashutosh D. Gandhi
(Managing Director)
(DIN No.00654563)

Date: 05/08/2022
Place: Ahmedabad

NOTICE IS HEREBY GIVEN THAT THE 27th ANNUAL GENERAL MEETING OF THE MEMBERS OF AHIMSA INDUSTRIES LIMITED WILL BE HELD ON TUESDAY, 6TH OF SEPTEMBER, 2022 AT 11.30 A.M OF THE COMPANY AT REGISTERED OFFICE OF THE COMPANY AT 160, DEVRAJ INDUSTRIAL PARK, PIPLAJ-PIRANA ROAD, VILLAGE PIPLAJ AHMEDABAD-382405 TO TRANSACT THE FOLLOWING BUSINESSES.

ORDINARY BUSINESS

1. **To receive, consider, approve and adopt the Annual Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.**

2. **To appoint Mr. Deep Kiritkumar Trivedi (DIN: 08176458), who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS

3. **To ratify the remuneration paid to Mrs. Sneha Gandhi (DIN: 00654675) Whole time 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 provisions of section 197 of the Companies Act, 2013 and rules framed thereunder, including any amendment(s) thereto from time to time, the company do hereby confirm and ratify that excess amount paid to Mrs. Sneha Gandhi (DIN: 00654675), Whole Time Director of the company during the financial year 2021-22 as remuneration and the same not be recovered from the appointee as required under section 197(9) and 197(10) of the Companies act, 2013."

   "FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. **REVISION IN REMUNERATION PAYABLE TO MR. ASHUTOSH GANDHI (DIN: 00654563), MANAGING DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass the following Resolution, with or without modification, as Special Resolution:

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee & Audit Committee and pursuant to the provisions of Sections 196, 197, 198, 201 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including rules, notifications, any statutory modification, amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said Act, and such other approvals, permissions and sanctions of such authorities and/or agencies as may be required in this regard and subject to the provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to the revision in the remuneration of Mr. ASHUTOSH GANDHI (DIN: 00654563), Managing Director of the Company on following terms & conditions effective from 1st September, 2022 for the remaining period of his term.

Remuneration of Mr. Ashutosh Gandhi upto Rs. 50,00,000/- per annum

Total Salary payable includes:

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

"RESOLVED FURTHER THAT the overall managerial remuneration payable to Mr. ASHUTOSH GANDHI (DIN: 00654563) shall be such amount as may be fixed by the Board from time to time on recommendation of the NRC & Audit Committee but not exceeding the limit as mentioned above at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Managing Director be

varied/altered/revised within said overall limit, in such manner as may be required during aforesaid period."

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

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

5. REVISION IN REMUNERATION PAYABLE TO MRS. SNEHA GANDHI (DIN: 00654563), WHOLE TIME WOMEN DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass the following Resolution, with or without modification, as Special Resolution:

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee & Audit Committee and pursuant to the provisions of Sections 196, 197, 198, 201 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including rules, notifications, any statutory modification, amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said Act, and such other approvals, permissions and sanctions of such authorities and/or agencies as may be required in this regard and subject to the provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to the revision in the remuneration of Mrs. Sneha Gandhi (DIN: 00654675), Whole Time Director of the Company on following terms & conditions effective from 1st September, 2022 for the remaining period of his term.

Remuneration of Mrs. Sneha Gandhi upto Rs. 40,00,000/- per annum

Total Salary payable includes:

- Basic salary

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

"RESOLVED FURTHER THAT the overall managerial remuneration payable to Mrs. Sneha Gandhi (DIN: 00654675), Whole Time Director shall be such amount as may be fixed by the Board from time to time on recommendation of the NRC & Audit Committee but not exceeding the limit as mentioned above at any point of time and that the terms and conditions of the aforesaid remuneration payable to the said Whole-Time Director be varied/altered/revised within said overall limit, in such manner as may be required during aforesaid period."

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

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

FOR AHIMSA INDUSTRIES LIMITED **Date: 05/08/2021**

Place: Ahmedabad

Sd/-
ASHUTOSH GANDHI
MANAGING DIRECTOR
(DIN: 00654563)

NOTES:

1. **PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 27TH ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY**.

   A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.

   The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting i.e.by 11.30 a.m. on Tuesday, 6th September, 2022. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

2. In terms of Section 152 of the Companies Act, 2013, Mr. Deep Kiritkumar Trivedi (DIN: 08176458), Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment.

3. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting

4. Members/proxies should bring the attendance slip duly filled in for attending the meeting.

5. The Record Date/Cut-off date for the purpose of determining the eligibility of the Members to attend the 27th Annual General Meeting of Company will be 31st August, 2022.

The Annual Reports together with the Notice of this meeting will be sending through registered email id to all those members who have registered their email ids with the Company or the Registrar and Transfer Agent or the Depositories or the Depository Participants as on Friday, 5th August, 2022

6. All documents referred to in the accompanying notice will be kept open for inspection at the Registered Office of Company on all working days between 10.00 a.m. to 12.00 p.m. prior to date of Annual General Meeting.

7. In support of the 'Green Initiative' announced by the Government of India, all the members holding shares in electronic form are requested to intimate their email addresses to their respective DPs and members holding shares in physical form are requested to intimate their email address to the Company's Registrar and Share Transfer Agent whose e-mail id is mukesh@bigshareonline.com. in mentioning the Company's name i.e. Ahimsa Industries Limited, so as to enable the Company to send the Annual Report, Accounts, Notices and other documents through electronic mode to their e-mail addresses Electronic copy of the Annual Report for 2021-22 including Notice of ensuing Annual General Meeting of the Company inter alia indicating process and manner of e-voting along with attendance slip and proxy form are being sent to all the members whose e-mail addresses are registered with the DPs / Company. Physical copies of the same have been sent to those members whose email addresses are not registered with the DPs /Company indicating the process and manner of e-voting. The members will be entitled to receive physical copy of the Annual Report for the financial year ended on March 31, 2022, free of cost, upon sending a request to the Company Secretary of the Company. The Notice of AGM will also be available on the Company's website, www.ahimsaind.com and that of National Securities Depositories Limited ("NSDL"), www.e-votingindia.com

8. The Annual Report 2021-22 as circulated to the members of the Company is also available on the website of the Company at: www.ahimsaind.com.

9. Non-Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
   i. Change in their residential status on return to India for permanent settlement.

   ii. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not

furnished earlier.

10. The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 & the Register of Contracts or Arrangements, in which Directors are Interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Registered Office of the Company and at the ensuing Annual General Meeting.

11. The entire Shareholding of the Company is in dematerialized Form. Bifurcation of holding of Shareholders in Depositories as on March 31, 2022 has been formed part of this Report.

12. The attendance of the Members attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

13. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depositories Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility for voting through ballot paper shall be made available at the AGM, and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot. E-voting facility will not be made available at the AGM venue. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

14. Members may also note that the Annual Report for the financial year 2021-22 together with the Notice of 27th Annual General Meeting, Attendance Slip, Proxy Form and Route Map will also be available on the website of the Company viz. www.ahimsaind.com for their download.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 3th September 2022 at 9:00 A.M. and ends on Monday, 5th September 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e.31st August, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 31st August, 2022.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting

Demat mode with NSDL.	services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period if you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Individual Shareholders holding securities in Demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their 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 https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest, the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in Demat mode) login through their depository participants	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or **e-Voting** service **provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your Demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL

account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your Demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your Demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **niteshshah16@gmail.com** with a copy marked to **evoting@nsdl.co.in.**

2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on **www.evoting.nsdl.com** to reset the password.

3 In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to Ms Pallavi Mhatre at **evoting@nsdl.co.in**

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

a. In case shares are held in Demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-

attested scanned copy of Adhaar Card) to **cs@greenpet.in**. If you are an Individual shareholders holding securities in Demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in Demat mode**.

b. Alternatively shareholder/members may send a request to **evoting@nsdl.co.in** for procuring user id and password for e-voting by providing above mentioned documents.

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

15. The Company has appointed Mr. Nitesh P. Shah, Practicing Company Secretary as the Scrutinizer to conduct the voting process through remote e-voting for the AGM in a fair and transparent manner.

16. The Scrutinizer shall, immediately after the conclusion of voting at AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than two days from the conclusion of meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. Thereafter, the Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.

17. The results declared along with the Scrutinizer's Report shall also be placed on the Company's website **www.ahimsaind.com** and communicated to NSE Limited where the shares of the Company are listed.

Contact Details:

Company:
Registered Office:
Plot No. 160, Devraj Industrial Park,
Piplaj Pirana Road,
Village Piplaj, Piplaj
Ahmedabad, Gujarat -382405
Telephone: 8511171049
Email ID: ahimsagreenpet@ymail.com
Website: www.ahimsaind.com
CIN: L25200GJ1996PLC028679

Registrar and Transfer Agent:
Big share Services Private Limited
E2, Ansa Industrial Estate,
Sakivihar Road, Sakinaka,
Andheri East, Mumbai-400072
Tel. No: +91 22 40430200

FOR AND ON BEHALF OF
AHIMSA INDUSTRIES LIMITED

Sd/-
ASHUTOSH GANDHI
MANAGING DIRECTOR
DIN: 00654563

Date: 05/08/2022
Place: Ahmedabad

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

Details of the Directors seeking Appointment /Re-Appointment in the 27th Annual General Meeting of the company pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Item No 2

Brief Profile of Mr. Deep Kiritkumar Trivedi

Mr. Deep Kiritkumar Trivedi is the Non- Executive Director of Ahimsa Industries Limited and has over 10 years of experience in the field of Accounting, Taxation and Financing. Currently he is director at Keletso Advisory Private Limited.

Mr. Deep Kiritkumar Trivedi – Non Executive Director

Name of Director	**Mr. Deep Kiritkumar Trivedi**
DIN	08176458
Date of Birth	23/08/1986
Date of Appointment	09/08/2018
Relationship with other Directors Inter se	NIL
Profile & Expertise in Specific functional Areas	Mr. Deep K. Trivedi is Non- Executive Director of our Company. He us having 10 years of experience in the field of Accounting, Taxation and Financing.
Qualification	B. Com., Inter CA
No. of Equity Shares held in the Company	NIL
List of other Companies in which Directorships are held	1. Keletso Advisory Private Limited
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL

Item No.3:

As the Members are aware, Mrs. Sneha Gandhi (DIN: 00654675), Whole-time Director was appointed as Executive Directors of the Company for a period of five years each with effect from 27th September, 2019 by means of Ordinary Resolutions passed by the Members at the Annual General Meeting of the Company held on 27th September, 2019.

In view of the retaining of the valuable services provided by Mrs. Sneha Gandhi (DIN: 00654675), Whole-time Director, it is possible that the Company may have made excess payment of remuneration. The Company do hereby confirm and ratify that the company is located at a very far place where it is difficult to find out administrative persons for which it is possible that the company may have to pay the remuneration as well as other perks to retain and continue them for long term. The provisions of section 197(10) allows the Company not to recover the excess amount of remuneration to such Director.

The Remuneration payable as approved in the AGM dated 27th September, 2019 was Rs. 13,44500/- p.a. and company has paid the Remuneration of Rs. 22,05,600/- in the Financial Year 2021-22. Hence, company has made payment of excess remuneration of Rs. 8,61,100/- during F.Y. 2021-22

The MCA vide its Notification dated 12th September 2018, notified the relevant provisions of the Companies (Amendment) Act, 2017 and Schedule V thereto. Pursuant to the amended provisions of Section 197 (9) of the Act which mentioned that If any director draws or receives, directly or indirectly, by way of remuneration any such sums in excess of the limit prescribed by this section or without approval required under this section, he shall refund such sums to the company, within two years or such lesser period as may be allowed by the company, and until such sum is refunded, hold it in trust for the company provided that as per the provisions of Section 197(10) of the Companies Act, 2013 the company shall not waive the recovery of any sum refundable to it under sub-section (9) unless approved by the company by special resolution within two years from the date the sum becomes refundable.

The members may consider waiving off the excess remuneration drawn by the executive directors for the financial year 2021-22 as the amount drawn was the

Minimum remuneration as approved by them at the AGM dated 27th September, 2019 but exceeds the limits specified under Section 197 of the Companies Act, 2013 (Act) read with Schedule V thereto. Pursuant to Section 197(10) of the said Act, as so amended, the Company is required to obtain the approval of the Members by means of Special Resolution for waiver of recovery of the excess Remuneration paid to the Whole Time Directors as mentioned in the Resolutions at Sl. Nos. 3 of the Notice and your Board of Directors recommends the approval of the members.

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

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

Item No.4:

Mr. ASHUTOSH GANDHI, was re- appointed and designated as Managing Director of the Company by the Board at its Meeting held on 2nd September, 2019 for a period of 5 years i.e. from 2019 to 2024. The same was subsequently approved by the members at the Annual General Meeting held on 27th September, 2019. Further, considering the contribution of Mr. ASHUTOSH GANDHI and the progress made by the Company under his leadership and guidance and as per the recommendation of the Nomination and Remuneration Committee, the Board at its Meeting held on 05th August, 2022 approved the revision in the remuneration of upto Rs. 50,00,000/- p.a. to Mr. ASHUTOSH GANDHI w.e.f. 1st September, 2022 for a period of remaining terms of his appointment on terms and conditions enumerated in the Resolution.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revised remuneration of Mr. ASHUTOSH GANDHI as decided by the Board is required to be approved by the Members at their meeting due to inadequacy of profits. It is hereby confirmed that the Company has not committed any default in respect of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year and in the current financial year. It is submitted that based on the projections, the overall managerial remuneration may exceed the limits Specified in Sec. 197 of the Companies Act, 2013. The Members are requested to consider the revision in

remuneration of Mr. ASHUTOSH GANDHI, Managing Director of the Company.

Pursuant to Clause (iv) of Section II of Schedule V of Companies Act, 2013 the following Statement is given: Mr. Ashutosh Gandhi (Item No.4 of Notice)

I	**General Information**	
1.	Nature of industry:	Engaged in Manufacture and supply of Pet Preforms.
	Date or expected date of Not Applicable commencement of commercial Production:	Existing Company in operation since 1996
	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
	Financial performance based on given indicators	In the financial year 2021-2022, the Company made a turnover of Rs. 2207.64 Lakhs and Profit of Rs. 28.22 Lakhs after tax.
	Foreign Investments or collaborations, if any	Not Applicable
II	**Information about the appointee**	
	Background details	**Mr. Ashutosh Damubhai Gandhi, Promoter and Managing Director** of our Company. He is a highly qualified and dynamic personality who is helping the Company to achieve new heights in business. He is a Plastic Engineer (With In-Plant Training) from Technical Examinations Board, Ahmedabad, and Gujarat. From 1988-1989 he worked with Jyoti Plastic Industries at Vatva. Thereafter till year 1990 he worked with SDC Polyurethane Private Limited as a Design Engineer and as a Site in-Charge. After that he worked as Consultant in Overseas Project Consultancy for Polymer processing at

		African countries from 1990-1995. From 1996 he started his own business under the name of Ahimsa Industries Private Limited and presently the company converted into Public Company i.e. Ahimsa Industries Limited
	Past remuneration (Rupees in Lakhs)	Rs. 24,10,800/- p.a.
	Recognition or awards	NIL
	Job profile and his suitability	He has been part of the group for the last 25 years and have lead successful growth of the business
	Remuneration proposed	As mentioned in the Resolution stated above
	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Ashutosh Gandhi is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.
	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Spouse of Mrs. Sneha Gandhi, whole-time director of the company
III	**Other Information**	
	Reasons of loss or inadequate profits	The proposed Remuneration is not falling within limit specified Under Section 197 of Companies Act, 2013. However, the same in line with the Industry Standards for managerial personnel falling under the same cadre.
	Steps taken or proposed to be taken for improvement	Not Applicable
	Expected increase in productivity and profits in measurable terms	Not Applicable

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

The Board of Directors recommend passing of the Resolution at Item No: 4 of the Notice.

Item No.5:

Mrs. Sneha A. Gandhi, was re- appointed and designated as Whole-Time Director of the Company by the Board at its Meeting held on 2nd September, 2019 for a period of 5 years i.e. from 2019 to 2024. The same was subsequently approved by the members at the Annual General Meeting held on 27th September, 2019. Further, considering the contribution of Mrs. Sneha A. Gandhi and the progress made by the Company under his leadership and guidance and as per the recommendation of the Nomination and Remuneration Committee, the Board at its Meeting held on 05th August, 2022 approved the revision in the remuneration upto Rs. 40,00,000/- p.a. to Mrs. Sneha A. Gandhi w.e.f. 1st September, 2022 for a period of remaining terms of his appointment on terms and conditions enumerated in the Resolution.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revised remuneration of Mrs. Sneha A. Gandhi as decided by the Board is required to be approved by the Members at their meeting due to inadequacy of profits. It is hereby confirmed that the Company has not committed any default in respect of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year and in the current financial year. It is submitted that based on the projections, the overall managerial remuneration may exceed the limits Specified in Sec. 197 of the Companies Act, 2013. The Members are requested to consider the revision in remuneration of Mrs. Sneha A. Gandhi, Whole-Time Director of the Company.

Pursuant to Clause (iv) of Section II of Schedule V of Companies Act, 2013 the following Statement is given:- Mrs. Sneha A. Gandhi (Item No.5 of Notice)

I	**General Information**	
1.	Nature of industry:	Engaged in Manufacture and supply of Pet Preforms.
	Date or expected date of Not Applicable commencement of commercial Production:	Existing Company in operation since 1996
	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
	Financial performance based on given indicators	In the financial year 2021-2022, the Company made a turnover of Rs. 2207.64 Lakhs and Profit of Rs. 28.22 Lakhs after tax.
	Foreign Investments or collaborations, if any	Not Applicable
II	**Information about the appointee**	
	Background details	**Mrs. Sneha A. Gandhi, Promoter and Whole- time Director o**f our Company. She is a Bachelor of Arts from Gujarat University. She heads Administration department of Ahimsa Industries Limited since 1996.
	Past remuneration (Rupees in Lakhs)	Rs. 22,05,600/-p.a.
	Recognition or awards	NIL
	Job profile and his suitability	she has been part of the group for the last 25 years and have lead successful growth of the business
	Remuneration proposed	As mentioned in the Resolution stated above
	Comparative remuneration profile with respect to industry, size of the company, profile of the	The remuneration of Mrs. Sneha Gandhi is comparable to that drawn by the peers in the similar capacity in the industry and is

	position and person	commensurate with the size of the Company and diverse nature of its business.
	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Spouse of Mr. Ashutosh Gandhi, Managing director of the company
III	**Other Information**	
	Reasons of loss or inadequate profits	The proposed Remuneration is not falling within limit specified Under Section 197 of Companies Act, 2013. However, the same in line with the Industry Standards for managerial personnel falling under the same cadre.
	Steps taken or proposed to be taken for improvement	Not Applicable
	Expected increase in productivity and profits in measurable terms	Not Applicable

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

The Board of Directors recommend passing of the Resolution at Item No: 4 of the Notice.

FOR AND ON BEHALF OF
AHIMSA INDUSTRIES LIMITED
Sd/-
ASHUTOSH GANDHI
MANAGING DIRECTOR
DIN: 00654563

Date: 05/08/2022
Place: Ahmedabad

FORM NO. MGT-11

PROXY FORM
27th ANNUAL GENERAL MEETING
[*Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19 of Companies (Management and Administration) Rules, 2014*]

Name of Shareholder(s):

_____

Registered Address:

_____

_____

E-mail ID (IF ANY):

_____

Folio No. /DP ID Client No.

_____

I/We, being the shareholder(s) of **AHIMSA INDUSTRIES LIMITED** holding _____ (No. of shares), hereby appoint:

1. Name: _____
Address: _____
_____
E-mail ID: _____, or failing him: _____

Signature

2. Name: _____
Address: _____
_____
E-mail ID: _____, or failing him: _____

Signature

As my/our proxy to attend and vote (on a Poll) for me/us and my/our behalf at the 27TH Annual General Meeting of the Company, to be held on Tuesday, 6th September, 2022 At 11.30 A.M of the company at 160, Devraj Industrial Park, Piplaj-Pirana Road, Village Piplaj Ahmedabad-382405 Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Resolutions	Optional	
	Ordinary Business	**For**	**Against**
1.	To Consider and adopt the Audited Financial Statements of the company for the Financial Year ended on 31st March, 2022 and the Reports of Board of Directors and the Auditors' thereon		
2.	To appoint a Director Mr. Deep Kiritkumar Trivedi (DIN: 08176458), who retires by rotation and being eligible, offers himself for re-appointment		
	Special Business		
3	To ratify the remuneration paid to Mrs. Sneha Gandhi (DIN: 00654675) Whole time Director of the company		
4	To revision in remuneration of Managing Director		
5.	To revision in remuneration of Whole-Time Director		

Affix Revenue Stamp of One Rupee

Signed this _____ day of _____ 2022 Signature of Shareholder_____

_____
Signature of First Proxy Holder

_____
Signature of Second Proxy Holder

Notes:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. Please put a (X) in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. The proxy need not to be the member of the Company.
4. All alterations made in the form of proxy should be initialed.

AHIMSA INDUSTRIES LIMITED

CIN: L25200GJ1996PLC028679

Reg. Off.: 160, Devraj Industrial Park, Piplaj-Pirana Road,
Village Piplaj Ahmedabad-382405 Gujarat
Tel: 8511171049
Website: www.ahimsaind.com l E-mail: cs@greenpet.in

ATTENDANCE SLIP

27th ANNUAL GENERAL MEETING TO BE HELD ON
Tuesday 6th September, 2022 at 11.30 A.M

Sr. No.:_____

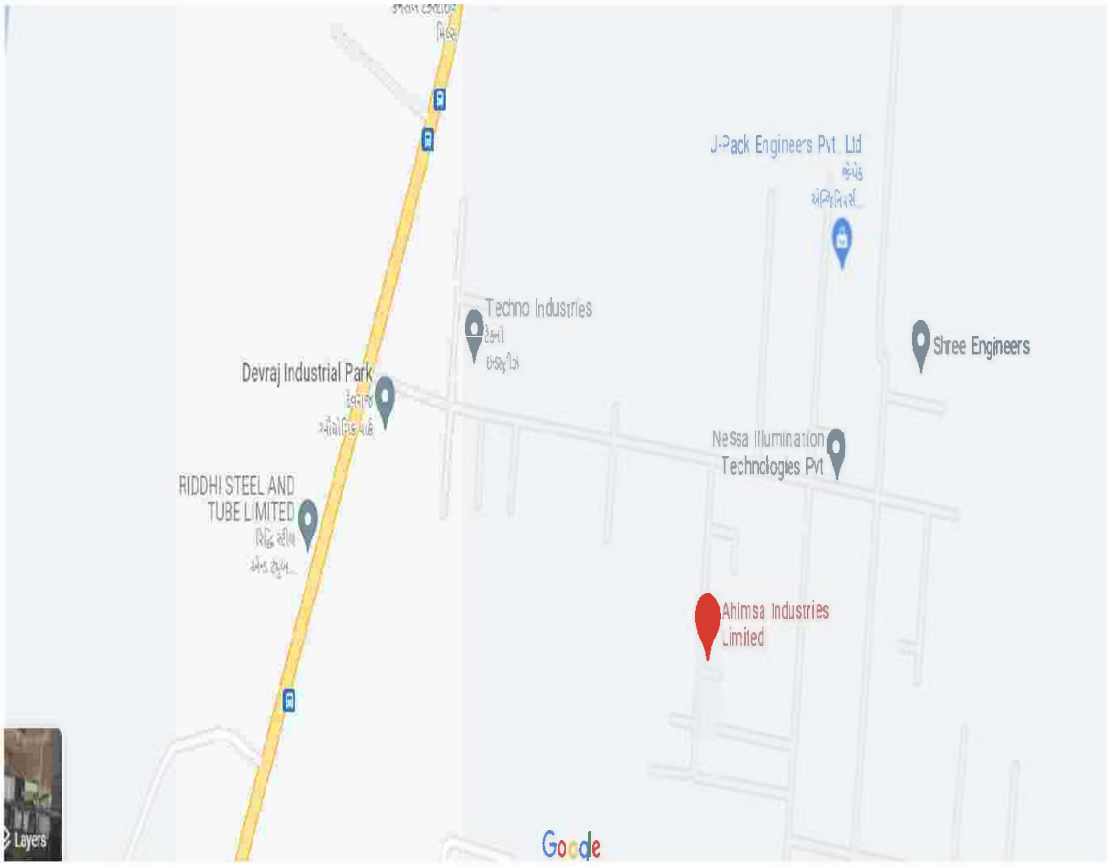
Reg. Folio/ DP ID & Client ID	
Name & Address of the Member	
Name(s) of Joint holder(s)	
No. of Share(s) held	
Name of Proxy holder	

I/ We hereby record my/ our presence at the **27th ANNUAL GENERAL MEETING** ("AGM") of the Members of the Company being held on Tuesday, 6th September, 2022 at 11.30 A.M at 160, Devraj Industrial Park, Piplaj-Pirana Road, and Village Piplaj Ahmedabad-382405 Gujarat

Signature of the Shareholder/ Proxy Present

Shareholder/Proxy holder wishing to attend the meeting must bring the duly signed Attendance Slip to the meeting and handover at the entrance

ROUTE MAP OF AHIMSA INDUSTRIES LIMITED

27th ANNUAL GENERAL MEETING TO BE HELD ON

Tuesday 6th September, 2022 at 11.30 A.M