

Date: 22 April, 2026

To,  
Corporate Relations Department  
**BSE Limited**  
2<sup>nd</sup> floor, P.J. Tower,  
Dalal Street,  
Mumbai – 400 001  
**Company Code: 532888**

To  
Corporate Relations Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G-Block  
Bandra Kurla Complex, Bandra (E),  
Mumbai- 400 051  
**Company Code: ASIANTILES**

Dear Sir/ Madam,

**Subject: Postal Ballot Notice.**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“LODR”), we enclose herewith a copy of the Postal Ballot Notice (‘Notice’) of the Asian Granito India Limited (‘the Company’) dated 22 April, 2026, along with the explanatory statement pursuant to the applicable provisions of the Companies Act, 2013 (‘Act’) read with the SEBI (LODR) Regulations, 2015, for seeking approval of the Members of the Company on the resolutions forming part of the Notice.

In compliance with the various General Circulars issued by the Ministry of Corporate Affairs as disclosed in the Notice, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ the Company’s Registrar and Share Transfer Agent or the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) (together referred to as “Depositories”)/ their depository participant as on Friday, 17 April, 2026 (‘Cut-off date’).

The remote e-voting period commences from 9:00 a.m. (IST) on Thursday, 23 April, 2026 and ends at 5:00 p.m. (IST) on Friday, 22 May, 2026. The Company has engaged the services of National Securities Depository Limited (‘NSDL’) to provide remote e-Voting facility to the Members. The e-Voting module shall be disabled by NSDL thereafter.

Voting rights of the Members shall be in proportion to the shares held by them in the paid-up Equity share capital of the Company as on the Cut-off date. Please note that communication of assent or dissent of the Members would only take place through the remote e-Voting system. The instructions for remote e-Voting are provided in the Notice.

The Notice is also available on the Company’s website [www.aglasiangranito.com](http://www.aglasiangranito.com).

Request you to take the same on record.

Thanking You.

Yours faithfully,

**For Asian Granito India Limited**

**Dhruti Trivedi**  
**Company Secretary and Compliance Officer**

**Encl.** Notice of Postal Ballot

**NOTICE OF POSTAL BALLOT**

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

E-voting starts on	E-voting ends on
Thursday, 23 April, 2026 at 09:00 am	Friday, 22 May, 2026 at 05:00 pm

**Dear Members,**

**NOTICE** is hereby given to the Members of Asian Granito India Limited (“**Company**”), pursuant to the provisions of Section 110, read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”); Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”); and the Secretarial Standard – 2 on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India (“**ICSI**”), each as amended from time to time; and in accordance with the Ministry of Corporate Affairs (“**MCA**”) General Circulars 03/2025 dated September 22, 2025, read with other circulars issued earlier in this regard, issued by the Ministry of Corporate Affairs (“**collectively referred to as the MCA Circulars**”), and other applicable laws, rules, regulations, circulars, and notifications issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), that the resolutions set out in this Postal Ballot Notice (“**Notice**”) are proposed for the approval of the Members of the Company, to be passed as Special Resolution, through Postal Ballot conducted only by way of remote e-voting.

Pursuant to the provisions of Sections 102, 108 and 110 of the Companies Act, 2013 (“**the Act**”) and other applicable provisions, if any, read with the relevant rules made thereunder, the Explanatory Statement setting out the material facts, the reasons, and rationale in respect of the proposed resolutions, is annexed to this Postal Ballot Notice (“**Notice**”) and forms an integral part hereof.

The Postal Ballot Notice, along with the Explanatory Statement and other relevant documents, is also available on the Company’s website at [www.aglasiangranito.com](http://www.aglasiangranito.com), and on the websites of the Stock Exchanges where the Company’s equity shares are listed, and on the website of the e-voting agency (NSDL) engaged by the Company for conducting the Postal Ballot process.

In compliance with the provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, its Registrar and Share Transfer Agent (“**RTA**”), or with the Depositories i.e., the National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”), or their respective Depository Participants.

Members whose e-mail addresses are not registered with the Company or the Depositories are requested to register their e-mail addresses by following the process provided in the Notes section of this Postal Ballot Notice to receive all future communications electronically.

The Company has engaged the services of NSDL to provide a secure e-voting platform for conducting the Postal Ballot process in a fair and transparent manner.

The Board of Directors has appointed Mr. Rajesh Parekh (COP 2939), Proprietor of M/s. Rajesh Parekh & Co., Practicing Company Secretary, and in his absence, Ms. Aishwarya Parekh (COP 22505), Partner of M/s. RPAP & Co., Practicing Company Secretary, as the Scrutinizer to scrutinize the postal ballot process through remote e-voting in a fair and transparent manner.

In compliance with the above provisions, the Company is offering the facility of remote e-voting to all its Members to enable them to cast their votes electronically. Members are requested to follow the detailed procedure provided in the Notes and Instructions section for casting their votes through the remote e-voting system.

The remote e-voting period shall commence on Thursday, 23 April, 2026 at 09:00 a.m. (IST) and shall end on Friday, 22 May, 2026 at 05:00 p.m. (IST). During this period, Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off i.e. Friday, 17<sup>th</sup> April 2026 date shall be entitled to cast their vote electronically. The e-voting module shall be disabled thereafter by NSDL for voting and Members shall not be allowed to vote beyond the said date and time.

The Scrutinizer shall, after the conclusion of the e-voting period, unblock the votes cast through remote e-voting and submit his consolidated report on the voting pattern to the Chairman or any person authorized by him, within the prescribed time.

The results of the Postal Ballot shall be declared by the Chairman or any person authorized by him not later than 48 hours from the conclusion of the e-voting period.

The said results along with the Scrutinizer's Report shall be made available on the Company's website at [www.aglasiangranito.com](http://www.aglasiangranito.com), on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com), and shall also be communicated to the Stock Exchanges where the Company's equity shares are listed, namely the National Stock Exchange of India Limited (NSE) at [www.nseindia.com](http://www.nseindia.com) and BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com), in accordance with the provisions of the Act and SEBI Listing Regulations.

The resolution(s), if approved by the requisite majority of Members, shall be deemed to have been passed on Friday, 22 May, 2026, being the last date specified for e-voting, and shall be considered as passed as if the same had been passed at a General Meeting of the Members of the Company.

## **SPECIAL BUSINESS**

### **ITEM NO. 01 RE-APPOINTMENT OF MR. MAGANLAL PRAJAPATI (DIN: 00564105) AS AN INDEPENDENT DIRECTOR:**

To appoint Mr. Maganlal Prajapati (DIN: 00564105) as an Independent Director for a second term of five consecutive years and in this regard to consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the “Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, Schedule IV to the Act and Regulations 17(1A), 16(1)(b), 25(2A) and the other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), including any statutory modifications or re-enactments thereof and pursuant to the recommendation of the Nomination and Remuneration committee and approval of the Board of Director, Mr. Maganlal Prajapati (DIN: 00564105), who holds the office of independent director up to 25 May, 2026 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of SEBI LODR Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, signifying his intention to propose Maganlal Prajapati's candidature for the office of Director, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 26 May, 2026 up to 25 May, 2031 notwithstanding that he has attained the age of 75 years.

**RESOLVED FURTHER THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby accorded to the continuation of directorship of Mr. Maganlal Prajapati (DIN: 00564105) as he has attained the age of 75 years, as an Independent Director of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

**ITEM NO. 02 RE-APPOINTMENT OF MR. KANDARP GAJENDRA TRIVEDI (DIN: 00314065) AS AN INDEPENDENT DIRECTOR:**

To appoint Mr. Kandarp Gajendra Trivedi (DIN: 00314065) as an Independent Director for a second term of five consecutive years and in this regard to consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the “Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, Schedule IV to the Act and Regulations 16(1)(b), 25(2A) and the other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), including any statutory modifications or re-enactments thereof and pursuant to the recommendation of the Nomination and Remuneration committee and approval of the Board of Director, Mr. Kandarp Gajendra Trivedi (DIN: 00314065), who holds the office of independent director up to 25 June, 2026 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI LODR Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, signifying his intention to propose Kandarp Trivedi’s candidature for the office of Director, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 26 June, 2026 up to 25 June, 2031.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

**Registered Office & Corporate Office:**

202, Dev Arc, Opp. Iskon Temple,  
S.G Highway, Ahmedabad – 380 015

CIN: L17110GJ1995PLC027025

Email: [cs@aglasiangranito.com](mailto:cs@aglasiangranito.com)

Phone No. 079 66125500

**By Order of the Board**

**For Asian Granito India Limited**

Dhruti Trivedi

Company Secretary

Membership No. A31842

22 April, 2026

Ahmedabad

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ('the Act') setting out material facts is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and to all members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 17<sup>th</sup> April, 2026 (the '**Cut-off date**') as received from the Depositories. The MCA vide the MCA Circulars, has permitted Companies to conduct the Postal Ballot by sending the Notice in electronic form only. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only. In compliance with the provisions of Sections 108 and 110 of the Act and Rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the Members to exercise their votes electronically through remote e-voting facility provided by National Securities Depository Limited (NSDL). The instructions for remote e-voting are provided hereinafter.
3. Voting right of a Member shall be in proportion to the shares held by them as on cut-off date i.e. Friday, 17<sup>th</sup> April, 2026. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
4. The Notice is also available on the website of the Company at [www.aglasiangranito.com](http://www.aglasiangranito.com), on the website of stock exchanges i.e. National Stock Exchange of India Limited and BSE Limited at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com) respectively and also on the website of e-Voting service provider National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
5. The remote e-voting period commences from 9:00 a.m. (IST) on Thursday, 23 April, 2026 and ends at 5:00 p.m. (IST) on Friday, 22 May, 2026. The E-voting module will be disabled / blocked thereafter for voting by the Members. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
6. Voting process and instructions regarding e-voting:

**Section A: Voting Process: Members should follow the following steps to cast their votes electronically:**





**Step 1: Access to NSDL e-Voting system**

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in	1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL

Type of shareholders	Login Method
demat mode with NSDL.	<p>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.</p> <ol style="list-style-type: none"> <li>Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDEAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDEAS Portal</b>” 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div data-bbox="395 1099 619 1234" style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store            Google Play         </p>   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

**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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.
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 [rpap@csrajeshparekh.in](mailto:rpap@csrajeshparekh.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking

on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://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](http://www.evoting.nsdl.com) or call on : 022 – 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@aglasiangranito.com](mailto:cs@aglasiangranito.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@aglasiangranito.com](mailto:cs@aglasiangranito.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

### **Item No.01:**

Mr. Maganlal Prajapati (DIN: 00564105) was appointed as an Independent Director of the Company for his first term of five consecutive years with the approval of shareholders at the Extra-Ordinary General Meeting of the Company held on 12 August, 2021 w.e.f. 26 May, 2021 and shall be completing his first term of office as an Independent Director on 25 May, 2026. He is eligible for re-appointment as an Independent Director for second term of five consecutive years subject to approval of the Members by Special Resolution. The shareholders had approved the continuation of his directorship on attaining the age of 75 years by passing the requisite special resolution under Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), as amended. It is therefore, the Company is seeking the prior consent of shareholders by passing the requisite special resolution under Regulation 17(1A) of the SEBI LODR Regulations.

Based on his skills, experience, knowledge and his performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board has proposed the re-appointment of Mr. Maganlal Prajapati as an Independent Director for second term of five consecutive years effective from 26 May, 2026 to 25 May, 2031.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Maganlal Prajapati as an Independent Director. The Company has received a declaration from Mr. Maganlal Prajapati that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations or any amendment thereto or modification thereof. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for his re-appointment. He is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority and his re-appointment shall not be liable to retire by rotation. The Company has received a notice in writing, pursuant to Section 160(1) of the Companies Act, 2013, from a member proposing the candidature of Mr. Maganlal Prajapati for appointment to the office of Independent Director.

In the opinion of the Board and based on the Board’s evaluation, Mr. Maganlal Prajapati fulfils the conditions specified in the Act, the Rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

A copy of the draft letter for the re-appointment of Mr. Maganlal Prajapati as Independent Director setting out the terms and conditions and also the details of Directorships / committee positions in other Bodies Corporate would be available for inspection by the Members electronically. Members seeking to inspect the same may send an email to the company at [cs@aglasiangranito.com](mailto:cs@aglasiangranito.com).

The Board of Directors recommends the resolution as set out in Item No. 01 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Maganlal Prajapati, none of the other Directors and Key Managerial Personnel of the Company or their respective, relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

### **Brief Profile of Mr. Maganlal Prajapati:**

*Mr. Maganlal Prajapati is a distinguished academician with qualifications in B.Sc., M.Sc., and M.Phil. in Statistics, and brings over 37 years of rich experience in the field of academics and statistical sciences. A retired Professor, he has made notable contributions to the discipline through his extensive teaching career and authorship of several books in statistics.*

*He has also played an active role in academic governance, having served as a Member of the Expert Committee for the selection of Lecturers in Statistics at North Gujarat University, and as a Member of the Board of Studies (Statistics) at N.G. University for a period of three years.*

*With his deep domain knowledge, analytical acumen, and vast academic experience, Mr. Prajapati offers valuable insights in areas such as data analysis, governance, and strategic decision-making.*

Additional information of Mr. Maganlal Prajapati, as required pursuant to Regulation 36 of the SEBI LODR Regulations read with the Secretarial Standard on General Meetings (SS-2), are provided in Annexure to this Notice.

**Item No. 02:**

Mr. Kandarp Gajendra Trivedi (DIN: 00314065) was appointed as an Independent Director of the Company for his first term of five years with the approval of shareholders at the Extra-Ordinary General Meeting of the Company held on 12 August, 2021 w.e.f 26 June, 2021 and shall be completing his first term of office as an Independent Director on 25 June, 2026. He is eligible for re-appointment as an Independent Director for second term of five consecutive years subject to approval of the Members by Special Resolution.

Based on his skills, experience, knowledge and his performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board has proposed the re-appointment of Mr. Kandarp Gajendra Trivedi as an Independent Director for second term of five consecutive years effective from 26 June, 2026 to 25 June, 2031.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Kandarp Gajendra Trivedi as an Independent Director. The Company has received a declaration from Mr. Kandarp Gajendra Trivedi that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations or any amendment thereto or modification thereof. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for his re-appointment. He is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority and his re-appointment shall not be liable to retire by rotation. The Company has received a notice in writing, pursuant to Section 160(1) of the Companies Act, 2013, from a member proposing the candidature of Mr. Kandarp Gajendra Trivedi for appointment to the office of Independent Director.

In the opinion of the Board and based on the Board's evaluation, Mr. Kandarp Gajendra Trivedi fulfils the conditions specified in the Act, the Rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

A copy of the draft letter for the re-appointment of Mr. Kandarp Gajendra Trivedi as Independent Director setting out the terms and conditions and also the details of Directorships / committee positions in other Bodies Corporate would be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to company at [cs@aglasiangranito.com](mailto:cs@aglasiangranito.com).

The Board of Directors recommends the resolution as set out in Item No. 02 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Kandarp Gajendra Trivedi, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

**Brief Profile of Mr. Kandarp Gajendra Trivedi:**

*Mr. Kandarp G. Trivedi is a Fellow Member (FCA) of the Institute of Chartered Accountants of India (ICAI) and holds a Diploma in Information Systems Audit (DISA). He is also a Certified Information Systems Auditor (CISA). With over 22 years of diverse professional experience, he brings deep expertise in finance, audit, and governance.*

*He has handled a wide range of professional assignments for large corporates and has gained extensive cross-industry exposure. His strong financial acumen, governance insight, and independent judgment add significant value to the Board.*

*His continued association is considered highly beneficial to the Company.*

Additional information of Mr. Kandarp Gajendra Trivedi, as required pursuant to Regulation 36 of the SEBI LODR Regulations read with the Secretarial Standard on General Meetings (SS-2), are provided in **Annexure** to this Notice.

**Registered Office & Corporate Office:**

202, Dev Arc, Opp. Iskon Temple,  
S.G Highway  
Ahmedabad – 380 015

CIN: L17110GJ1995PLC027025  
Email: cs@aglasiangranito.com  
Phone No. 079 66125500

**By Order of the Board  
For Asian Granito India Limited**

Dhruti Trivedi  
Company Secretary  
Membership No. A31842

22 April, 2026  
Ahmedabad

ANNEXURE

Particulars	Mr. Maganlal Prajapati	Mr. Kandarp G. Trivedi
DIN	00564105	00314065
Age	79 years	50 years
Date of First Appointment on the Board	26 May 2021	26 June 2021
Qualifications	<b>B.Sc., M.Sc. and M.Phil. (Statistics)</b>	Fellow Member (FCA) of the Institute of Chartered Accountants of India (ICAI)
Experience (including expertise in specific functional area)	<p>Mr. Maganlal Prajapati, holds academic qualifications of <b>B.Sc., M.Sc. and M.Phil. (Statistics)</b> and is a <b>retired Professor with more than 37 years of extensive experience in the field of academics and statistics</b>. He has made significant contributions to the field of statistics and is an <b>author of various books</b>.</p> <p>He has also served:</p> <ul style="list-style-type: none"> <li>• As a <b>Member of the Expert Committee</b> for selection of Lecturers in Statistics at <b>North Gujarat University</b>;</li> <li>• As a <b>Member of the Board of Studies (Statistics)</b> for a period of three years at <b>N. G. University</b>.</li> </ul> <p>His vast academic experience, analytical approach, and domain expertise bring valuable insights to the Board, particularly in the areas of data analysis, governance, and strategic decision-making.</p>	<p>Mr. Kandarp G. Trivedi is a Fellow Member (FCA) of the Institute of Chartered Accountants of India (ICAI) and has also completed Diploma in Information Systems Audit (DISA) and holds certification as a Certified Information Systems Auditor (CISA). He possesses more than 22 years of rich and diverse professional experience.</p> <p>He has handled various professional assignments for large corporates and has extensive exposure across industries, bringing strong financial expertise, governance insight, and independent judgment to the Board. His continued association is considered beneficial to the Company.</p>
Terms and Conditions of Re-appointment and Remuneration proposed to be paid	<p>Re-appointment as Independent Director for second term of 5 consecutive year's w.e.f. 26 May 2026, subject to approval by Special Resolution.</p> <p>Not Liable to retire by rotation. Sitting fees and commission as approved by the Board/Members</p>	<p>Re-appointment as Independent Director for second term of 5 consecutive year's w.e.f. 26 June 2026, subject to approval by Special Resolution.</p> <p>Not Liable to retire by rotation. Sitting fees and commission as approved by the Board/Members</p>
Date of last remuneration revision	No Revision	No Revision
Number of Board Meetings attended during the year	Four out of five Board Meetings	Five out of five Board Meetings

<b>Directorships in other companies (excluding foreign companies)</b>	1. Crystal Ceramic Industries Limited	1. Crystal Ceramic Industries Limited
<b>Membership/Chairmanship of Committees of other Boards</b>	1. Asian Granito India Limited Audit - Member 2. Crystal Ceramic Industries Limited Audit – Member	1. Asian Granito India Limited Audit – Chairman SRC – Chairman 2. Crystal Ceramic Industries Limited Audit – Chairman
<b>Disassociated with listed Companies for last three years</b>	Nil	Varvee Global Limited
<b>Shareholding in the Company</b>	Nil	Nil
<b>Relationship with other Directors, Manager and KMP</b>	None	None
<b>Skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	Brings integrity, independent perspective and rich experience in business operations and governance, contributing effectively to the Board’s decision-making and oversight.	Possesses integrity, independent judgment and extensive experience in business strategy and corporate governance, enabling him to effectively contribute to the Board’s deliberations and oversight functions.
<b>Justification for choosing the appointee</b>	The Board is of the opinion that, in view of his experience, knowledge and meaningful contribution to the Company, his re-appointment as an Independent Director is in the best interest of the Company.	The Board is of the opinion that, considering his experience, expertise and continued valuable contribution to the Company, his re-appointment as an Independent Director is in the best interest of the Company

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