GIRNAR SPINTEX INDUSTRIES LIMITED
(Formerly known as Amit Spinning Industries Limited)
Regd. & Corporate Office: Gat No. 47 & 48, Sangwade, Kolhapur Hupari Road Kolhapur 416202
Tel.: +9067906687, Email: secretarialgirnar@gmail.com,
Website: www.girnarspintex.com CIN: L17100PN1991PLC190209

05th September 2025

Department of Corporate Services
BSE Limited
Department of Corporate Services,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 521076

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East) Mumbai – 400 051

Scrip Code: ASIL

Dear Sir/Madam,

Sub.: 33rd Annual General Meeting, Annual Report 2024-25 along with Notice of Annual General Meeting

Thirty Third (33rd) Annual General Meeting (AGM) of **Girnar Spintex Industries Limited (Formerly known as Amit Spinning Industries Limited)** ("the Company") will be held on **Tuesday, September 30, 2025 at 1.00 P.M**. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in compliance with MCA circulars and applicable SEBI circular.

Pursuant to Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Report for the Financial Year 2024-25 along with the Notice of 33rd Annual General Meeting of the Company. The said Annual Report and Notice of Annual General Meeting are also available on the website of the Company at https://www.girnarspintex.com.

The Company is providing electronic voting (remote e-voting) facility to the members through electronic voting platform of National Securities Depository Limited (NSDL). Members holding shares either in physical form or dematerialized form as on cut-off date i.e. September 23, 2025 may cast their votes electronically on the resolutions included in the 33rd Notice of Annual General Meeting. The remote e-voting shall commence from September 27, 2025 (9:00 a.m. IST) and ends on September 29, 2025 (5:00 p.m. IST). The VC/OAVM facility will also be available through NSDL e-voting system.

Kindly take same on record.

Thanking you,
Yours faithfully,
For Girnar Spintex Industries Limited

Deepak Chaganlal Choudhari
Digitally signed by Deepak Chaganlal Choudhari
Date: 2025.09.05 13:44:47 +05'30'

Deepak Choudhari
Chairman and Managing Director
DIN: 03175105

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N O T I C E

NOTICE is hereby given that the **33rd Annual General Meeting** of the Members of **Girnar Spintex Industries Limited** (Formerly known as **Amit Spinning Industries Limited)** will be held on **Tuesday, September 30, 2025 at 1.00 P.M** through Video Conferencing / Other Audio-Visual Means (VC) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors ("the Board") and auditors thereon,

2. To appoint a director in place of Mr. Deepak Chaganlal Choudhari (DIN: 03175105) who retires from office by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

3. To ratify the remuneration payable to Nilesh Ashok Chalke, Cost Auditor of the company.

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of 60,000/-(Rupees Sixty Thousands Only) excluding applicable Tax payable to Nilesh Ashok Chalke, Cost Accountants, Nipani, for conducting cost audit of the Company for the financial year 2024-25, as approved by the Board of Directors of the Company, be and is hereby ratified."

4. Appointment of Mr. Arunkumar Manakchand Lalwani (DIN: 02270061) as a Director of the Company

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

"RESOLVED THAT Mr. Arunkumar Manakchand Lalwani (DIN: 02270061) who was appointed by the Board of Directors as an Additional Director of the Company with effect from February 19, 2025 and who holds office upto the date of this Annual General Meeting of the Company, being eligible for reappointment and in respect of whom the company has received a notice in writing from a member under section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company (Liable to retire by rotation)."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution."

5. Appointment of M/s Shrenik Nagaonkar & Associates, Company Secretaries as Secretarial Auditor of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of M/s Shrenik Nagaonkar & Associates., Company Secretaries (Peer Review Certificate no. 3305/2023) as Secretarial Auditors of the Company for a term of five consecutive years, commencing from Financial Year 2025- 26 till Financial Year 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws."

"RESOLVED FURTHER THAT The Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as require."

6. Approval of Material Related Party Transaction with Arihant Denims Private Limited

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Arihant Denims Private Limited, a related party of the Company for the financial year 2025-26, 2026-27 and 2027-28 as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

7. Approval of Material Related Party Transaction with Arihant Syncotex Mills Private Limited

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Arihant Syncotex Mills Private Limited, a related party of the Company, for the financial year 2025-26, 2026-27 and 2027-28 as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

8. Approval of Material Related Party Transaction with Arihant Weaving Mills Private Limited

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Arihant Weaving Mills Private Limited, a related party of the Company, for the financial year 2025-26, 2026-27 and 2027-28 as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

9. Approval of Material Related Party Transaction with Arihant Technoweavs Private Limited

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Arihant Technoweavs Private Limited, a related party of the Company, for the financial year 2025-26, 2026-27 and 2027-28 as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

10. Approval of Material Related Party Transaction with Harsh Industries

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Harsh Industries, a related party of the Company, for the financial year 2025-26, 2026-27 and 2027-28 as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

11. Approval of Material Related Party Transaction with Mr. Deepak Chaganlal Choudhari

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Mr. Deepak Chaganlal Choudhari, a related party of the Company, as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

12. Approval of Material Related Party Transaction with Mr. Arunkumar Manakchand Lalwani

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Mr. Arunkumar Manakchand Lalwani, a related party of the Company, as per the details set out in the explanatory statement, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the Companies Act, 2013 and SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

13. To approve partial sale/ disposal of assets which may exceed 20% of the assets of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force), the enabling provisions of the Memorandum and Articles of Association of the Company and Regulation 37A(1) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals, consents and permissions obtained / to be obtained from the appropriate third parties including concerned statutory authorities and subject to such terms and conditions as may be imposed by them, and which may be agreed by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the "Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitutes from time to time to exercise its powers including the power conferred by this resolution) for effecting partial sale of machineries i.e. 10,080 old spindles and 32 looms alongwith such other machinery, equipment, tools as may be required situated at Gat No. 47 & 48, Sangwade, Kolhapur Hupari Road, Kolhapur 416202 as a part of companies modernisation plan to such non-related parties at market price on arm's length basis and on such terms and conditions as may be decided by the Board of Directors of the company from time to time."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do such further acts, deeds and things as may be necessary including modifying, finalizing the terms and conditions and executing all such further agreements, undertakings, contracts, deeds and other documents on behalf of the Company, file applications and make representation in respect thereof and seek approval from statutory/administrative authorities, financial institutions/banks etc,, in this regard as may be applicable and deal with any matters, take necessary steps in this matter as the Board may in its absolute discretion deem necessary, desirable and expedient to give effect to this resolution and to settle any question/difficulty that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the

Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or Director(s)/Manager/Chief Financial Officer/Company Secretary and/or any of the officers/authorised representatives of the Company, with authorities as required, affixing the Common Seal of the Company on agreement/documents, arranging delivery and execution of Contract, deeds, agreements and instruments."

By Order of the Board of Directors

Deepak Choudhari
Chairman and Managing Director
DIN - 03175105

Date: 03.09.2025
Place: Kolhapur

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is annexed hereto

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 Depository Limited (NSDL) for facilitating voting through

electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.girnarspintex.com/ The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 30, 2025. Members seeking to inspect such documents can send an email to secretarialgirnar@gmail.com.

9. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again

10. The Board has appointed M/s. Shrenik Nagaonkar & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

11. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice

12. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.

13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from the Company's website at www.girnarspintex.com. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, RCMC Share Registry Private Limited, in case the shares are held in physical form

14. Pursuant to SEBI circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, shareholders whose ledger folios did not had/had incomplete details with respect to PAN and Bank particulars were mandatorily required to furnish these details to the Company/ Registrar & Transfer Agent ("RTA") for registration/ updation in the physical folio. The Company had sent intimation followed by two reminders to those shareholders. Shareholders are requested to update the same at the earliest

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

The remote e-voting period begins on September 27, 2025 at 9:00 A.M. and ends on September 29, 2025 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. September 23, 2025 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 September 23, 2025.

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

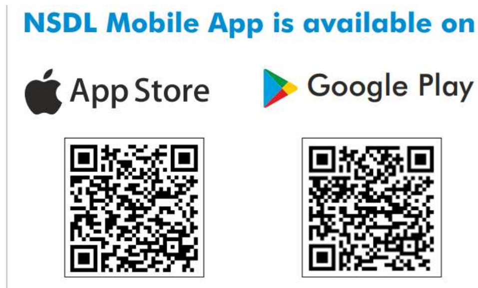
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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 to access e-Voting facility.
Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. 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 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as

	shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository	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

participants	period or joining virtual meeting & voting during the meeting.

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

Helpdesk for Individual Shareholders holding securities in 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.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting 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 136580 then user ID is 136580001***

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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

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

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "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 shrenik.nagaonkar@gmail.com with a copy marked to evoting@nsdl.com. 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 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 at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

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 secretarialgirnar@gmail.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 secretarialgirnar@gmail.com. If you are an Individual shareholder 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 and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com 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 to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at secretarialgirnar@gmail.com. The same will be replied by the company suitably.

6. Members who wish to be a speaker or would like to express their views or ask questions during AGM my register themselves by sending email from registered email address mentioning DP ID Client ID, PAN, Mobile Number at secrearialgirnar@gmaill.com from September 23, 2025 to September 29, 2025.

By Order of the Board of Directors

Deepak Choudhari
Chairman and Managing Director
DIN - 03175105

Date: 03.09.2025
Place: Kolhapur

Explanatory Statement

As required under section 102 of the Companies Act, 2013 ("Act"), the following explanatory statements out all material facts relating to business mentioned under item Nos. 3 to 13 of the accompanying Notice:

Item Nos. 3

The Board, on the recommendation of the Audit Committee, has approved on August 14, 2024, the appointment of Nilesh Ashok Chalke, Cost Accountants, Nipani, at a remuneration of 60,000/- (Rupees Sixty Thousand only) excluding applicable Tax to conduct the Cost Audit of the Company for the financial year 2024-25

In accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution. The Board of Directors recommends the Ordinary Resolution for your approval

Item No. 4

Mr. Arunkumar Manakchand Lalwani (DIN: 02270061) was appointed as an Additional Director with effect from February 19, 2025, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Arunkumar Manakchand Lalwani (DIN: 02270061) on the Board is desirable and would be beneficial to the Company. The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice of AGM for approval of the members. Mr. Arunkumar Manakchand Lalwani (DIN: 02270061) is brother-in-law of Mr. Deepak Chaganlal Choudhari, Managing Director, maternal uncle of Mr. Shrenik Deepak Choudhari, CFO and brother of Mrs. Madhubala Deepak Choudhari, Director of the company. Except as mentioned above none of the Director or Key Managing Personnel of the Company and their relative are in any way concerned or interested, financially or otherwise in this resolution

Item Nos. 5

M/s. Shrenik Nagaonkar & Associates, is a Company Secretaries firm from Kolhapur. Their expertise includes conducting Secretarial Audits, Due Diligence Audits, Compliance Audits etc. M/s. Shrenik Nagaonkar & Associates were appointed as secretarial auditors of the Company for conducting secretarial audit for the financial year 2018-19 to 2024-25 and the same is not considered as a term of Appointment of Secretarial Auditor as per Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "LODR Regulations"). In terms of Regulation 24A of LODR Regulations read with SEBI notification dated December 12, 2024, and other applicable provisions, the Company can appoint a peer reviewed secretarial auditor for not more than one (1) terms of five (5) consecutive years. M/s. Shrenik Nagaonkar & Associates is eligible for appointment for a period of five years and on the basis of recommendations of the Audit Committee, the Board of Directors, at its meeting held on August 15, 2025, approved the appointment of M/s. Shrenik Nagaonkar & Associates as secretarial auditors of the Company to hold office for a term of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30. The appointment is subject to approval of the shareholders of the Company. M/s. Shrenik Nagaonkar & Associates has given their consent to act as secretarial auditor of the company and confirmed that their aforesaid appointment (if approved) would be within the limits specified by Institute of Company Secretaries of India. Furthermore, in terms of the amended regulations, M/s. Shrenik Nagaonkar & Associates has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate.

The proposed remuneration to be paid to M/s. Shrenik Nagaonkar & Associates for secretarial audit services for the financial year ending March 31, 2026, is Rs. 1,00,000/- (Rupees One lakh only) plus applicable taxes and out-of-pocket expenses. Besides the secretarial audit services, the Company may also obtain certifications from M/s. Shrenik Nagaonkar & Associates under various statutory regulations and certifications required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee.

The Board of Directors and the Audit Committee shall approve revisions to the remuneration of M/s. Shrenik Nagaonkar & Associates for the remaining part of the tenure. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with M/s. Shrenik Nagaonkar & Associates.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution. The Board recommends the resolution set forth in Item No. 5 for the approval of members.

Item Nos. 6 to 12

As per Regulation 2(1)(zc) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') as amended, Related Party Transaction means a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand; or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

Regulation 23 of the Listing Regulations mandates obtaining prior approval of the members of a listed entity through an ordinary resolution for all 'material' Related Party Transactions. For this purpose, a Related Party Transaction will be considered 'material' if the value the transaction(s) entered into / to be entered into individually or taken together with the previous transactions during a financial year exceeds ` 1,000 crore or 10% of the annual consolidated turnover of the listed company as per the last audited financial statements of the listed company, whichever is lower.

In view of the above, Related Party Transactions (RPTs) of Girnar Spintex Industries Limited ('Company'') with RPTs

though in the ordinary course of the business and at an arm's length, are expected to exceed the aforesaid threshold of 10% of the annual consolidated turnover of the company as per the last audited financial statements, are being placed for the approval of the Members of the Company vide Resolutions No. 6 to 12.

The Company is in the business of manufacturing and sale of Yarn and fabric. These related parties are into textile business since long period and have good presence in textile market. Each related party has presence in different regions. Full capacity utilization and continuous order books will help the company to achieve its targets. Further company won't need to concentrate on marketing as these related parties are already into this business with big volumes. Hence company will be benefited by the experience in presence of these related parties. Company may execute transaction with any one party or with others on proportionate basis as may be decided by the Board in the interest of the company. Hence Board seeks approval for proposed transactions with all these parties. The company may enter into following transactions with related parties

Item Nos. 6 to 10

Details of the Material Related Party Transaction including a summary of information provided by the Management to the Audit Committee, as required, under the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024

Name of Related Party	**Arihant Denims Private Limited**	**Arihant Syncotex Mills Private Limited**	**Arihant Weaving Mills Private Limited**	**Arihant Technoweavs Private Limited**	**Harsh Industries**
Nature, material terms, monetary value and particulars of the contract or arrangements;	Purchase and sale of Goods and Services amounting to Rs. 200 Crores (Maximum Amount in a Year) Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028	Purchase and sale of Goods and Services amounting to Rs. 200 Crores (Maximum Amount in a Year) Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028	Purchase and sale of Goods and Services amounting to Rs. 200 Crores (Maximum Amount in a Year) Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028	Purchase and sale of Goods and Services amounting to Rs. 200 Crores (Maximum Amount in a Year) Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028	Purchase and sale of Goods and Services amounting to Rs. 200 Crores (Maximum Amount in a Year) Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028
Tenure of Transaction for which approval is sought	For the financial year 2025-26, 2026-27 and 2027-28	For the financial year 2025-26, 2026-27 and 2027-28	For the financial year 2025-26, 2026-27 and 2027-28	For the financial year 2025-26, 2026-27 and 2027-28	For the financial year 2025-26, 2026-27 and 2027-28
Name of the director or key managerial personnel who is related, if any	Mr. Arunkumar Manakchand Lalwani	Mr. Arunkumar Manakchand Lalwani	Mr. Arunkumar Manakchand Lalwani	Mr. Arunkumar Manakchand Lalwani	Mr. Arunkumar Manakchand Lalwani
Nature of relationship	Mr. Arunkumar Manakchand Lalwani, Director of the company is also director in Arihant Denims Private Limited	Mr. Arunkumar Manakchand Lalwani, Director of the company is also director in Arihant Syncotex Mills Private Limited	Mr. Arunkumar Manakchand Lalwani, Director of the company is also director in Arihant Weaving Mills Private Limited	Mr. Arunkumar Manakchand Lalwani, Director of the company is also director in Arihant Technoweavs Private Limited	Son of Mr. Arunkumar Manakchand Lalwani, Director of the company is proprietor of Harsh Industries
Advance if any paid or received	NIL	NIL	NIL	NIL	NIL
Transaction related to providing loan(s) / Advances(s) or securities for loan taken by a related party	NIL	NIL	NIL	NIL	NIL
The percentage of the annual turnover, for the immediately preceding financial	194%	194%	194%	194%	194%

year, that is represented by the value of the proposed transaction					
	Company is seeking approval from all the related parties however Company may execute transaction with any one party or with others on proportionate basis as may be decided by the Board in the interest of the company				
Justification as to why the RPT is in the interest of the listed entity	This will reduce the company's marketing efforts and cost. Further continuous order book will help company to have smooth operational activities and helps to concentrate on manufacturing activities only. Borrowing from related parties will help company to raise funds for its expansion project.				
Details about valuation, arm's length and ordinary course of business	Valuation – Not Applicable The purchase / sale of goods and services, machineries will be at market rate. Reimbursement of expenses will be at actuals. The financial assistance will be as per existing market pricing and practices.				
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT;	1525%	86%	727%	649%	7380%
Details of previous transactions with the related party	NIL	FY 24-25 – Yarn Sales Rs. 679.85 lakhs No Transactions in FY 2023-24 and 2022-23	FY 24-25 – Fabric Sales Rs. 103.81 lakhs No Transactions in FY 2023-24 and 2022-23	FY 24-25 - Fabric Sales Rs. 111.32 lakhs. No Transactions in FY 2023-24 and 2022-23	NIL
Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Yes, required information has been placed before the Audit Committee in the prescribed format as per Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions"				
Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	Yes, Complied				
The Audit Committee and Board of Directors, while	Yes, it provides information to the public shareholders for informed decision-making.				

providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision-making.	
Any other information that may be relevant	All the relevant information has been providded

Item Nos. 11 to 12

Details of the Material Related Party Transaction including a summary of information provided by the Management to the Audit Committee, as required, under the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024

Name of Related Party	**Mr. Deepak Chaganlal Choudhari**	**Mr. Arunkumar Manakchand Lalwani**
Nature, material terms, monetary value and particulars of the contract or arrangements;	Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028	Borrowing of funds / Loan amounting to Rs. 50 Crores (Maximum Amount in a Year) Tenure – 01.04.2025 to 31.03.2028
Tenure of Transaction for which approval is sought	For the financial year 2025-26, 2026-27 and 2027-28	For the financial year 2025-26, 2026-27 and 2027-28
Name of the director or key managerial personnel who is related, if any	**Mr. Deepak Chaganlal Choudhari**	**Mr. Arunkumar Manakchand Lalwani**
Nature of relationship	Self as Director	Self as Director
Advance if any paid or received	NIL	NIL
Transaction related to providing loan(s) / Advances(s) or securities for loan taken by a related party	Transaction relating borrowing of loan by company. Company is not proposed to provide loan	Transaction relating borrowing of loan by company. Company is not proposed to provide loan
The percentage of the annual turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	50%	50%
Justification as to why the RPT is in the interest of the	It will help company to raise funds for its expansion	

listed entity	project.	
Details about valuation, arm's length and ordinary course of business	Valuation – Not Applicable The financial assistance will be as per existing market pricing and practices.	
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT;	NA	NA
Details of previous transactions with the related party	FY 2024-25 – Rs. 849.00 Lakhs	NIL
Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Yes, required information has been placed before the Audit Committee in the prescribed format as per Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions"	
Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	Yes, Complied	
The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision-making.	Yes, it provides information to the public shareholders for informed decision-making.	
Any other information that may be relevant	All the relevant information has been provided	

Mr. Deepak Choudhari, Managing Director, Mr. Arunkumar Manakchand Lalwani, Director, Mrs. Madhubala Deepak Choudhari, Director and Mr. Shrenik Deepak Choudhari, CFO of the company are interested in resolution No. 6 to 12. Except this none of the Director or Key Managing Personnel of the Company and their relative are in any way concerned or interested, financially or otherwise in this resolution.

Item Nos. 13

Provisions of Section 180(1)(a) of the Companies Act, 2013 and regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates that the Board of Directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s)/ asset of the company, only with the approval of the members of the Company by way of a special resolution. As the proposed Sale of 10,080 old spindles and 32 looms alongwith such other machinery, equipment, tools as may be required situated at Gat No. 47 & 48, Sangwade, Kolhapur Hupari Road, Kolhapur 416202 may fall within the ambit of substantial undertaking as per Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of SEBI Listing Regulations, 2015, it is proposed to obtain approval of the members by special resolution. Board of Directors have already sold 52 looms for consideration of Rs. 626 Lakhs which was within limits of section 180(1)(a).

Accordingly, pursuant to Section 180(1)(a) of the Companies Act, 2013 and regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members of the Company are further requested to note that their consent to the Board is being sought by way of a Special Resolution to sale 10,080 old spindles and 32 looms alongwith such other machinery, equipment, tools as may be required situated at Gat No. 47 & 48, Sangwade, Kolhapur Hupari Road, Kolhapur 416202

Below is the Disclosure as required under regulation 37A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sr. No	Particulars	Details
1.	Object of Sale of the property	This sale is being done in order to modernize the plant of the company by selling obsolete looms and spindles.
2.	Commercial Rationale for sale of property	The company is selling old /obsolete machineries and it will be replaced by new machineries.
3.	Use of proceeds arising from sale.	Proceeds from sale of old machineries will be used to finance investment in new machineries

The details required to be disclosed pursuant to regulation 30 of SEBI LODR Regulations, read with the SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023:

Sr. No.	Details of events that need to be provided	Information of such event
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	10,080 Spindles – Rs. 3092.40 lakhs (30%) 32 looms - NIL
2.	Date on which the agreement for sale has been entered into	Agreement for sale is not yet executed
3.	The expected date of completion of sale/disposal	31.03.2026
4.	Consideration received from such sale/disposal	NIL
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	No parties identified and old machineries will be sold to non-related parties on arm's length basis.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	NA
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Yes. Details under regulation 37A of LODR Regulations: - **1. Object of Sale of the property**: The company is selling old /obsolete machineries and it will be replaced by new machineries. **2. Commercial Rationale for sale of property**: Company is shifting from spinning to composite textile unit in order to increase the margin. Previous years acquisition of business of Mahaalaxmi Texpro Limited and this capacity addition will help company to achieve its goal

		of "Fiber to Fabric" Installation of new technology spindles in spinning division will lead to increased margins and minimum operating cost. **3. Use of proceeds arising from sale**: Proceeds from sale of old machineries will be used to finance investment in new machineries This sale is subject to approval thorough special resolution and will be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution.
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	NA

By Order of the Board of Directors

Deepak Choudhari
Chairman and Managing Director
DIN - 03175105

Date: 03.09.2025
Place: Kolhapur

Details of Directors seeking appointment/re-appointment at the 33rd[t] Annual General Meeting in pursuance of Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

Name of the Director	**Mr. Deepak Chaganlal Choudhari**	**Mr. Arunkumar Manakchand Lalwani**
DIN	03175105	02270061
Age	50	48
Qualifications	B.COM	B Tech
Date of joining the Board	10/08/2018	19/02/2025
Brief resume and Nature of Expertise in specific functions	Commerce Graduate from Shivaji University, Kolhapur and has over 25 years of experience in Yarn Manufacturing and Fabric Processing Business	Shri Arunkumar Lalwani, a visionary entrepreneur and Director of Arihant Syncotex Mills Pvt. Ltd. and Vivek Textile Agency. With an extensive footprint in the textile industry, Mr. Lalwani has established his businesses as leaders in textile grey manufacturing, trading, and real estate. His enterprises specialize in high-quality shirting and suiting fabrics, catering to both domestic and export markets.
Shareholding in the Company	14,52,485 Equity Shares	NIL
Last Drawn Remuneration	NIL	NIL
Relationship with other directors or key managerial personnel of the Company	Mr. Deepak Choudhari is uncle of Mr. Shreyans Rajendrakumar Choudhari who is CFO of the Company and husband of Mrs. Madhubala Deepak Choudhari who is Director of the company. Mr. Arunkumar Manakchand Lalwani is also brother-in-law of Mr. Deepak Choudhari, Managing Director of the company.	Mr. Arunkumar Manakchand Lalwani is brother of Mrs. Madhubala Choudhari, Director of the company. He is also brother-in-law of Mr. Deepak Choudhari, Managing Director of the company. Further Mr. Arunkumar Manakchand Lalwani is maternal uncle of Mr. Shrenik Choudhari, CFO of the Company.
Names of other listed entities in which the person also holds the directorship and the membership of Committees of the board	i. Mahaalaxmi Texpro Limited Membership of Nomination and Remuneration committee of Abhishek Corporation Limited	NIL
Directorship in another companies /LLP	ii. Mahaalaxmi Corp-Tex Private Limited iii. Siddarth Emporium India Private Limited iv. Sharad Cotspin Private Limited. v. Manibhadra Polycot Private Limited	i. Arihant Syncotex Mills Private Limited ii. Arihant Denims Private Limited iii. Arihant Weaving Mills Private Limited iv. Arihant Technospins Private Limited v. Arihant Integrated Textiles Park Private Limited vi. D MARK BUILDCON LLP

Listed entities from which the person has resigned in the past three years	NA	NA
Number of meetings of the Board attended during the year	10	1
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable
Declaration	In accordance with the SEBI instructions to stock exchanges dated June 14, 2018, we confirm that Mr. Deepak Chaganlal Choudhari is not debarred from holding the office of Directors of the company by virtue of the SEBI order or any other such authority.	In accordance with the SEBI instructions to stock exchanges dated June 14, 2018, we confirm that Mr. Arunkumar Manakchand Lalwani is not debarred from holding the office of Directors of the company by virtue of the SEBI order or any other such authority.

By Order of the Board of Directors

Deepak Choudhari
Chairman and Managing Director
DIN - 03175105

Date: 03.09.2025
Place: Kolhapur