CIN: L40103GJ2012PLC072005

Date: 07th September, 2026

To,
The General Manager- Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

Dear Sir/Ma'am

Script Code/Symbol: FELIX
Sub: Submission of Notice of 14th Annual General Meeting for the Financial Year 2025-26

Dear Sir/Madam,

Pursuant to the Regulation 30 of SEBI (Listing obligation and Disclosure requirement) Regulations, 2015 and other applicable rules and regulations made there under, we are hereby attaching Notice of 14th Annual General Meeting of the company to be held on Wednesday 30th September, 2026 at 02:00 P.M to be held via VC/OAVM mode.

In compliance with the aforesaid circulars, the Annual Report along with the Notice of the AGM which is being sent by electronic mode to those shareholders whose email addresses are registered with the Company/ Registrar and Transfer Agent of the Company/Depository Participants. The aforesaid Notice is also available on the website of the Company i.e www.felixindustries.co

Please take the same on your record and oblige us.

Thanking You,

For Felix Industries Limited

HENA HARSHAL SHAH
Digitally signed by HENA HARSHAL SHAH
Date: 2026.09.07 20:15:45 +05'30'

Hena Harshal Shah
Company Secretary & Compliance Officer
(F-12582)

Encl: As Above

Notice of 14th Annual General Meeting of the Company

NOTICE is hereby given that the **Fourteenth (14th)** Annual General Meeting of the Members of the Felix Industries Limited will be held on 30th September, 2026 at 02.00 PM through Video Conferencing / Other Audio Visual Means to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt
    - the Standalone audited Financial Statement of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon;
    - the Consolidated audited Financial Statement of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon;
2. **To appoint a Director in place of Mr. Vinay Rajnikant Patel (DIN: 08377751), who retires by rotation at this Meeting and, being eligible, offers himself for re-appointment.**
3. **To appoint M/s. S N D K & Associates LLP, Chartered Accountants (FRN: W100060), Statutory Auditors of the company for the first term of 5 consecutive years and authorise Board of Directors to fix their remuneration.**

    "RESOLVED THAT pursuant to the provisions of Sections 139, 141 & 142 of the Companies Act, 2013 read with the rules made thereunder including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and pursuant to the recommendations of Audit Committee and Board of Directors of the Company M/s. S N D K & Associates LLP, Chartered Accountants (FRN: W100060) who have confirmed their eligibility for appointment, be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years i.e., to hold office from conclusion of this 14th Annual General Meeting (AGM) till the conclusion of 19th Annual General Meeting (AGM) of the Company to be held in 2031.

    RESOLVED FURTHER THAT pursuant to the provisions of Section 142 and other applicable provisions, if any, of the Companies Act, 2013 including any modification(s) or amendment thereof, the Board of Directors of the Company be and is hereby authorised to decide and fix the remuneration of S N D K & Associates LLP, Chartered Accountants (FRN: W100060), as Statutory Auditors of the Company.

    RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds, matters and things, necessary and expedient to give effect to the resolution."

SPECIAL BUSINESS:

4. TO APPOINT MR. MAYUR KARUNASHANKAR JANI (DIN:01707445) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to give your assent/ dissent to pass the following resolution as a SPECIAL

RESOLUTION:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors and in accordance with the provisions of Sections 149, 150, 152, and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company, Mr. Mayur Karunashankar Jani (DIN:01707445) and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 to propose him as a candidate for the office of the Director of the Company be and is hereby appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation for a period of five (5) consecutive years with effect from September 30, 2026 to September 29, 2031.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

5. **To appoint Secretarial Auditor M/s Nisarg Sharma & Associates Company Secretaries (Peer Review No. 3941/2023) as for the term of 5 (Five) consecutive years and to fix their remuneration.**

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

   "RESOLVED THAT pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per the recommendations of Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of M/s Nisarg Sharma & Associates, Company Secretaries (Peer Review No. - 3941/2023) as the Secretarial Auditors of the Company to hold office for a period of 5 (Five) consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of the 19th Annual General Meeting of the Company to be held for the Financial Year ended 2030-31, who shall conduct Secretarial Audit of the Company from the Financial Year ended 2026-27 to the Financial Year ended 2030-31, at such remuneration as may be determined by the Board, in consultation with the Secretarial Auditors, in addition to reimbursement of all out-of-pocket expenses, to be incurred by them in connection with the audit.

   RESOLVED FURTHER THAT the Board of Director or Company Secretary of the Company be and are hereby authorised to do all acts, deeds, matters and things, necessary and expedient to give effect to the resolution."

Regd. office:
Plot No. 123 Devraj Industrial Park,
Piplaj Pirana Road,
Pirana,Lambha
Ahmedabad - 382405
Gujarat..

DATE : 31/08/2026
PLACE : AHMEDABAD

By Order of the Board of Directors
For, **Felix Industries Limited**

Sd/-
Ritesh Patel
Managing Director
(DIN: 05350896)

NOTES

1. The Ministry of Corporate Affairs('MCA'), inter alia, vide its General Circular No(s). 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 02/2022 dated 5th May 2022 and subsequent circulars issued in this regard, the latest being General Circular No.03/2025 dated 22nd September 2025 (collectively referred to as 'MCA Circulars'), and in line with the Circulars issued by the Securities and Exchange Board of India (SEBI) from time to time, the Company is convening the AGM through VC/OAVM, permitted convening of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") facility. In terms of the abovesaid circulars, the 14th AGM of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 15 and available at the Company's website www.felixindustries.co. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The helpline number regarding any query / assistance for participation in the AGM through VC/ OAVM is 022 - 4886 7000 (for NSDL).
3. Since this AGM is being held through VC/OAVM, pursuant to the Circulars, physical attendance of the members has been dispensed with. **Accordingly, the facility for appointment of proxies by the members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.**
4. The details of the Director(s) seeking appointment/re-appointment at the AGM, pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) and other applicable provisions, are provided in Annexure - A to this Notice..
5. The additional information relating to Item No. 3 of the accompanying Notice is furnished pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the businesses set out under Item Nos. 4 and 5 of the accompanying Notice, is annexed hereto.
6. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
7. 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.
8. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circulars, the Notice of the 14th AGM, inter alia, indicating the process and manner of voting through electronic means, along with the Annual Report for F.Y. 2025-26, shall be sent to the Members as follows:
   (a) **Electronic mode:** Soft copy of the Notice of AGM and Annual Report shall be sent to the registered e-mail addresses of Members available with the Company/Depositories.
   (b) **Members without registered e-mail addresses:** A letter containing the web-link and exact path to access the Notice of AGM and Annual Report shall be sent to such Members in accordance with the applicable MCA and SEBI Circulars.
   (c) **Hard copy on request:** Members may request a physical copy of the full Annual Report, which shall be provided by the Company upon such request.

   The Notice of the 14th AGM and Annual Report for F.Y. 2025-26 shall also be available on the Company's website at www.felixindustries.co, on the website of the Stock Exchange, i.e., National Stock Exchange of India Limited (NSE Emerge), and on the website of NSDL, the agency providing the e-voting facility, at www.evoting.nsdl.com.
9. The Register of members and share transfer books of the Company will remain closed from 24th September, 2026 to 30th September, 2026

(both days inclusive) for the purpose of Annual General Meeting.

10. Members seeking any information with regard to accounts are requested to write to the Company at least 7 days before the meeting so as to enable the management to keep the information ready.
11. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
12. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual members holding shares in the physical form. The members who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
13. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
14. The Members can join the 14th AGM through the VC/OAVM mode 15 minutes before 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 1,000 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.
15. **Process and manner for members opting for voting through Electronic means:**
    i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 resting with 03/2025 dated September 22, 2025 and in terms of SEBI Master circular for compliance with the provisions of the SEBI Listing Regulations, 2015 by listed entities bearing no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 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 venue voting on the date of the AGM will be provided by NSDL.
    ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 23rd September, 2026 shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
    iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. 23rd September, 2026 be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part
    iv. The remote e-voting will commence on 27th September, 2026 at 09:00 A.M. and ends on 29th September, 2026 at 05:00 P.M. During this period, the members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. 23rd September, 2026 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
    v. Once the vote on a resolution is casted by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
    vi. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. . 23rd September, 2026.
    vii. The Company has appointed NISARG SHARMA & ASSOCIATES, Practicing Company Secretary (Membership No. FCS: 14061; CP No: 17088), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

    The Scrutinizer will submit his report, after completion of scrutiny, to the Chairman of the Company, or any person authorized by him. The e-Voting results along with Scrutinizer's Report will be displayed on the:
    (i) Notice Board of the Company at its Registered Office and Corporate Office;
    (ii) Company's website www.felixindustries.co;
    (iii) NSDL' website www.evoting.nsdl.com; and
    (iv) Stock exchanges website www.nseindia.com
16. **Process for those members whose email ids are not registered:**
    a) For members holding shares in Physical mode

    Please provide necessary details like Folio No., Name of shareholder scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **cs@felixindustries.co**

    b) Members holding shares in Demat mode:

    Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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) by email to cs@felixindustries.co
17. **The instructions for shareholders for remote voting are as under:**
    (i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI LODR (as amended) and the MCA Circulars, the Company is providing the 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 NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL.
    (ii) Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Wednesday, 23rd September, 2026 may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cutoff date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.
    (iii) The remote e-voting period begins on 27th September, 2026 and will end on 29th September, 2026. 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. 23rd September, 2026, 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 . 23rd September, 2026.
    (iv) Members will be provided with the facility for voting through the electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the resolutions on which voting is to be held, upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/ OAVM, but shall not be entitled

to cast their vote on such resolution(s) again.

(v) The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

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

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 Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 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 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.
	NSDL Mobile App is available on App Store Google Play
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 user your existing myeasi 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 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 also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & 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 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
   (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.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 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 csnisargsharma@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 on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

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@felixindustries.co.

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@felixindustries.co.. 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 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 in order 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:

1. Member will be provided with a facility to attend the EGM/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 cs@felixindustries.co. The same will be replied by the company suitably.
6. For ease of conduct, members who would like to ask questions may send their questions in advance atleast (7) days before AGM mentioning their name, demat account number / folio number, email id, mobile number at cs@felixindustries.co and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM

CONTACT DETAILS

Company	:	FELIX INDUSTRIES LIMITED
Regd. Office	:	PLOT NO. 123, DEVRAJ INDUSTRIAL PARK, PIPLAJ PIRANA ROAD, PIRANA,LAMBHA AHMEDABADGUJARAT-382405
CIN	:	L40103GJ2012PLC072005
E-mail	:	cs@felixindustries.co
Registrar and Transfer Agent	:	Bigshare Services Private Limited 303, Sun Square Complex off C G Road Navrangpura Near Girish Cold Drinks Ahmedabad 380009|Gujarat|India Tel : 079-40024135 Email: bssahd@bigshareonline.com
E-Voting Agency	:	National Securities Depositories Limited
E-mail	:	evoting@nsdl.co.in
Tel.	:	1800 1020 990 and 1800 22 44 30
Scrutinizer	:	NISARG SHARMA & ASSOCIATES Practicing Company Secretary (FCS: 14061 and COP: 17088) E-mail: csnisargsharma@gmail.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPONTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the brief profile of Directors eligible for appointment/re appointment/regularize at 14th Annual general Meeting are as follows:

Name	Mr. Vinay Rajnikant Patel	Mr. Mayur Karunashankar Jani
DIN	08377751	01707445
Designation	Whole-Time Director	Independent Director
Age (Date of Birth)	30-10-1958	12-04-1965
Date of First Appointment on Board	28-02-2019	NA
Qualifications experience in specific functional area	Chemical Engineer	Chemical Engineer
Directorship held in other companies	1. Felix Colourant Private Limited 2. Naroda Enviro Projects Limited 3. DSP Technical & Financial Services Pri vate Limited 4. Felix Nano Synthesis Private Limited	1. SV Dychem Private Limited 2. Shree Organo Chemicals (Ahd) Pri-vate Limited 3. Vibrant Industrial Park Limited 4. Naroda Enviro Projects Limited
Membership / Chairmanships of Committee in other Public Companies	NIL	NIL
Listed entities from which the Director has resigned from Directorship in last 3 (Three) years	NA	NA
Relationships between directors inter se	Father of Mr. Ritesh Vinay Patel	NA
Number of shares held in the Company	1000	0
Number of Board Meetings Attended (FY 2025-26)	13	0
Remuneration last drawn (including sitting fees, if any	INR 12,00,000/- P.A	NA
Remuneration proposed to be paid	NA	NA

EXPLANATORY STATEMENT/ADDITIONAL INFORMATION PURSUANT TO SECTIONS 102 OF THE COMPANIES ACT, 2013

ITEM NO 03

To appoint M/s. S N D K & Associates LLP, Chartered Accountants (FRN: W100060), Statutory Auditors of the company for the first term of 5 consecutive years and authorise Board of Directors to fix their remuneration

The Board of Directors has recommended the appointment of **S N D K & Associates LLP, Chartered Accountants(FRN: W100060)**, as Statutory Auditors of the Company for a period of 5 (Five) consecutive years, commencing from the conclusion of 14th AGM till the conclusion of the 19th AGM, subject to approval of the Shareholders of the Company.

S N D K & Associates LLP, Chartered Accountants LLP, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as Statutory Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

A. Proposed fees payable to the statutory auditor(s): INR 2,00,000/- (Rupees Two Lacs Only) applicable taxes and reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit of accounts of the Company. There is no material change in the fees payable to **S N D K & Associates LLP**, Chartered Accountants LLP from that paid to S N Shah & Associates, Chartered Accountants LLP.

B. Terms of appointment: Appointment as Statutory Auditors of the Company from conclusion of 14th AGM up to conclusion of 19th AGM to carry out Audit of the Financial Statements and Annual Financial Results of the Company and Limited Review of the Unaudited Quarterly Financial Results of the Company. All other terms of appointment shall be as per Letter of Engagement.

C. Rationale/Basis of recommendation for appointment: The Board of Directors and Audit Committee have considered various evaluation criteria with respect to skillset, governance & competitiveness and recommend the appointment of **S N D K & Associates LLP,** Chartered Accountants LLP as the Statutory Auditors to the Shareholders of the Company.

D. Credentials of the Statutory Auditors proposed to be appointed: S N D K & Associates LLP Chartered Accountants LLP (Registration No.: **W100060)** is Registered with the Institute of Chartered Accountants of India. The Firm is primarily engaged in providing auditing and other assurance services to its clients.

The firm has a valid peer review certificate and audits various companies listed on stock exchanges in India.

S N D K & Associates LLP, Chartered Accountants LLP have provided confirmation that they have subjected themselves to peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the 'Peer Review Board of ICAI'. The Company has received their eligibility and willingness for their proposed appointment for the period from conclusion of the 14th AGM up to the conclusion of 19th AGM of the Company.

None of the Directors, Key Managerial Personnel, Manager of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 3 of the Notice.

The Board recommends the resolution set forth in item No. 3 of the Notice for approval of the Members as an Ordinary Resolution.

ITEM NO. 04

TO APPOINT MR. MAYUR KARUNASHANKAR JANI (DIN:01707445) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Based on the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company (the "Board") has recommended and approved the appointment of Mr. Mayur Karunashankar Jani (DIN:01707445) in accordance with Section 149, 150 & 152 of the Companies Act, 2013 (the "Act") and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and Articles of Association of the Company for a period of 5 (five) consecutive years(First Term) with effect from September 30, 2026 subject to the approval of the Members of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Director requires approval of the members of the Company.

As required under Section 160 of the Act, the Company has received a notice in writing from a member signifying the intention to propose the appointment of Mr. Mayur Karunashankar Jani as Director . Mr. Mayur Karunashankar Jani has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149(6) of the Act.

In the opinion of the Board of Directors, Mr. Mayur Karunashankar Jani fulfills the criteria as specified in the Act, rules made there under and SEBI Listing Regulations for appointment as an Independent Director and he is not related to any of the other Directors or Key Managerial Personnel of the Company in any way and he is independent of management. Brief profile of Mr. Mayur Karunashankar Jani is as under:

Mr. Mayur Karunashankar Jani is an accomplished business leader with over three decades of experience in the chemical and specialty chemicals industry. He has extensive expertise in manufacturing operations, strategic planning, quality management, financial management, and business development. He has successfully driven operational excellence, process improvement, and business growth across domestic and international markets. His industry knowledge and leadership continue to contribute to sustainable growth and competitiveness in the chemical manufacturing sector.

Mr. Mayur Karunashankar Jani has given his consent to act as the Director of the Company. Also, as per the confirmations received from him, he is not disqualified from being appointed as Director in terms of Section 164 of the Act. Mr. Mayur Karunashankar Jani has confirm that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

As per the provision of Section 149(13) of the Act read with explanation to Section 152(6) of the Act, the period of office of Mr. Mayur Karunashankar Jani will not be liable to determination by retirement of directors by rotation at the Annual General Meeting.

The NRC has reviewed the capabilities of Mr. Mayur Karunashankar Jani vis-a-vis the role and capabilities required as decided by the NRC based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of Mr. Mayur Karunashankar Jani as an Independent Director, for a period of 5 (five) consecutive years(First Term) effective from September 30,2026.

In the opinion of NRC and the Board, Mr. Mayur Karunashankar Jani possesses appropriate skills, knowledge and expertise required for the efficient functioning of the Company more particularly in the areas related to chemical manufacturing sector.

Disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India pertaining of his qualification, brief resume, area of expertise and other details are set out in the Annexure attached to this Notice.

Accordingly, the Board recommends the Resolution as set out in the accompanying Notice in relation to appointment of Mr. Mayur Karunashankar Jani as an Independent Director, not liable to retire by rotation, for a period of 5 (five) consecutive years (First Term) with effect from September 30, 2026, for approval of the Members on the terms and conditions as specified in the draft letter of appointment.

Copy of draft letter of appointment of Mr. Mayur Karunashankar Jani setting out the terms and conditions of appointment is available for inspection by the Members electronically. Members seeking to inspect the same can send a request to electronically through the desk of the Company Secretary/Compliance Officer at cs@felixindustries.co.

The Board recommends the resolution as set out in Item No. 04 of the Notice for approval of the members as Special Resolution.

Except Mr. Mayur Karunashankar Jani and his relatives, to the extent of their shareholding, if any, none of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 05

To appoint M/s Nisarg Sharma & Associates, Practising Company Secretaries (Peer Review Certificate No. 3941/2023), as the Secretarial Auditors of the Company for the term of 5 (Five) consecutive years.

The Board of Directors, at its meeting held on May 29, 2026, appointed M/s. Nisarg Sharma & Associates, Company Secretaries (Peer Review No. 3941/2023), as Secretarial Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. SJV & Associates. The said appointment was made in accordance with Section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI (LODR) Regulations, 2015, and shall be valid until the conclusion of the ensuing Annual General Meeting.

Accordingly, M/s. Nisarg Sharma & Associates has undertaken the Secretarial Audit for the financial year ended March 31, 2026. The Board of Directors, at its meeting held on August 31, 2026, has recommended their fresh appointment as Secretarial Auditors for a term of 5 (Five) consecutive years, for the Financial Year FY 2026-27 to FY 2030-31.

'The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:'

Sr. No.	Particulars	Details
1.	Proposed Secretarial Auditors	The Board recommended the appointment of M/s Nisarg Sharma & Associates, Practising Company Secretaries (Peer Review Certificate No. 3941/2023)
2.	Basis of Recommendation	The Board believes that their knowledge of the legal and regulatory framework will be invaluable to the Company in ensuring continued adherence to compliance requirements under the Companies Act, 2013, Securities and Exchange Board of India Act, 1992 and other applicable laws. The recommendation for the appointment of M/s Nisarg Sharma & Associates, Practising Company Secretaries (Peer Review Certificate No. 3941/2023) is based on their past track record and capabilities in delivering quality secretarial audit services to other companies of similar size and complexity.
3.	Credentials of Proposed Secretarial Auditor	M/s. Nisarg Sharma & Associates is a firm of Company Secretaries in Practice and holding Peer Review Certificate No. 3941/2023 Term of Appointment issued by the Peer Review Board of the Institute of Company Secretaries of India.
4.	Proposed Fees	INR 2,00,000/- (Rupees Two Lacs Only) plus applicable taxes and reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit of the Company

None of the Directors, Key Managerial Personnel, Manager of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 5 of the notice.

The Board recommends the resolution set forth in item No. 5 of the notice for approval of the members as Ordinary Resolution with the rationale as detailed above.

Regd. office:

Plot No. 123 Devraj Industrial Park,
For, Felix Industries Limited
Piplaj Pirana Road, Pirana, Lambha
Ahmedabad, Gujarat-382405.

DATE : 31/08/2026
PLACE : AHMEDABAD

By Order of the Board of Directors
For, **Felix Industries Limited**

Sd/-
Vinay Rajnikant Patel
Whole-Time Director
(DIN: 08377751)