

Regd. Office:
2nd Floor, A-3 Shree Ganesh Nagar Housing Society,
Ramakaka Temple Road, Chhani, Vadodara-391740
Ph. : 0265 - 2773672, 2773535
Factory:
F-86 to F-90, RIICO Industrial Area,
Swaroopgunj, Dist. Sirohi, Rajasthan - 307023

KOTYARK INDUSTRIES LIMITED
Formerly known as KOTYARK INDUSTRIES PRIVATE LIMITED

E-mail : info@kotyark.com, kipl7722@gmail.com,
Website : www.kotyark.com
CIN : U24100GJ2016PLC094939 • GST : 08AAGCK3927K1Z7

Date: August 25, 2022

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra East, Mumbai – 400051

Dear Sir,

Sub: Notice of Extra-Ordinary General Meeting

Ref: Kotyark Industries Limited (Symbol: KOTYARK)

Pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Notice of Extra-ordinary General Meeting dated August 23, 2022 ("the Notice") together with the Explanatory statement seeking approval of the members of the Company for resolutions as set out in the notice, in respect of Extra ordinary General Meeting No. 01/2022-23 of the Members of Kotyark Industries Limited ("the company") to be held on Friday, September 16, 2022 at 11 :00 A.M. through Video Conference (VC) or Other Audio Visual Means (OAVM).

The Notice is being sent only through electronic mode to the members whose names appear in the Register of Members / List of Beneficial owners as received from National Securities Depository Limited and central Depository Services (India) Limited and whose email id is registered with the Company/Depositories, as on Friday August 19, 2022

The Company has engaged the services of National Securities Depository Limited ("NSDL"), for providing remote e-voting facility to all members. The e-voting facility will be available during the following period:

Commencement of e-voting: 9:00 a.m. (IST) on Tuesday, September 13, 2022
End of e-voting: 5:00 p.m. (IST) on Thursday, September 15, 2022.

The Notice is also available on the Company's website at www.kotyark.com

For, Kotyark Industries Limited

KOTYARK INDUSTRIES LIMITED VADODARA

Urvi Shah
Company Secretary
Membership No : A69342

KOTYARK INDUSTRIES LIMITED
(Formerly Kotyark Industries Private Limited)
CIN: U24100GJ2016PLC094939
Registered Office: - A-3, 2nd Floor, Shree Ganesh Nagar Housing Society
Ramakaka Temple Road, Chhani Vadodara-391740
Contact No.:0265-2773672, **E-mail ID:** info@kotyark.com **Website:** www.kotyark.com,

NOTICE OF EXTRA ORDINARY GENERAL MEETING

(Pursuant to Section 101 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014

To,
The Member(s)

NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING NO. KIL/EOGM/01/2022-23 OF THE MEMBERS OF KOTYARK INDUSTRIES LIMITED WILL BE HELD ON FRIDAY, SEPTEMBER 16, 2022 AT 11:00 A.M. THROUGH VIDEO CONFERENCE (VC) OR OTHER AUDIO VISUAL MEANS (OAVM), TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

ITEM NO. 1

TO ISSUE EQUITY SHARE ON PREFERENTIAL BASIS:

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the 'SEBI ICDR Regulations') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'SEBI Listing Regulations'), the listing agreement entered into by the Company with National Stock Exchange of India Limited ('Stock Exchange') on which the Equity Shares having face value of Rupees 10.00 each of the Company ('Equity Shares') are listed and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India ('SEBI') and/ or any other competent authorities, whether in India or abroad (hereinafter referred to as 'Applicable Regulatory Authorities') from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions, sanctions, which the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), is hereby authorized to accept, the consent and approval of the members of the Company ('Members') be and is hereby accorded to the Board to create, issue, offer and allot up to 4,59,400 (Four Lakhs Fifty Nine Thousand and Four Hundred only) Equity Shares of Rupees 10.00 each fully paid up, on a preferential basis ("Preferential Issue"), to the Proposed Allottees as stated herein below, at an issue price of Rupees Rs. 450 (Rupees Four Hundred Fifty only) per Equity Share including Security Premium of Rupees Rs. 440 (Rupees Four Hundred Forty only) per Equity Share, being the price higher than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI ICDR Regulations, in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the relevant provisions of SEBI ICDR Regulations, or other applicable laws in this regard:

KOTYARK INDUSTRIES LIMITED
(Formerly Kotyark Industries Private Limited)
CIN: U24100GJ2016PLC094939
Registered Office: - A-3, 2nd Floor, Shree Ganesh Nagar Housing Society
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Contact No.:0265-2773672, **E-mail ID:** info@kotyark.com **Website:** www.kotyark.com,

Sr. No	Name of Proposed Allottees	Category of Allottee	No of Equity shares proposed to be issued	PAN No.
1	INDIA EQUITY FUND 1	Public – Alternate Investment Fund	55000	AABTI6970J
2	GAURANG RAMESHCHANDRA SHAH	Promoter	55000	AFRPS0400C
3	WOW INVESTMENTS	Public –Non Institutional Investor- Firm	33000	AADFW9841L
4	SHILPABEN MAHESHKUMAR SHAH	Public - Non-Institutional – Individual	20000	ACNPS4625G
5	ANBUCHEZHIAN SUSHMITA	Public - Non-Institutional – Individual	15500	FFQPS5926K
6	GUNAVANTHKUMAR G VAID	Public - Non-Institutional – Individual	15000	AABPV5089P
7	HYPOTENUSE INVESTMENTS	Public – Non Institutional Investors-Firm	13200	AALFH3752K
8	SHARAD GOEL	Public - Non-Institutional – Individual	13200	AGVPG5894M
9	SUNIL KUMAR RAHEJA	Public - Non-Institutional – Individual	13200	ACMPR7762C
10	CHHATTISGARH INVESTMENTS LIMITED	Public - Non-Institutional - Qualified Institutional Buyer	13200	AAACC9266D
11	UMESH MOHAN HUF	Public - Non-Institutional – HUF	11000	AAAHU0001K
12	ANUPAM PERIWAL	Public - Non-Institutional – Individual	11000	AMEPP7256R
13	RAJESH JAIN HUF	Public - Non-Institutional HUF	11000	AAIHR7965M
14	JATIN PODDAR	Public - Non-Institutional – Individual	11000	ATTPP0801C
15	VICKY HEMCHAND GALA	Public - Non-Institutional – Individual	11000	AFSPG2738J
16	BHAVIN AJIT DEDHIA	Public - Non-Institutional – Individual	11000	ABDPD7563M

17	BHAVIN AJIT DEDHIA HUF	Public - Non-Institutional – HUF	11000	AAIHB9457L
18	DHWANI DEEPAK DEDHIA	Public - Non-Institutional – Individual	11000	AAEPD7142G
19	YOGESH JAIN	Public - Non-Institutional – Individual	10400	AELPJ7335Q
20	KAVITA JAIN	Public - Non-Institutional – Individual	10000	ACYPJ9601J
21	BINNY MALAV SHAH	Public - Non-Institutional – Individual	10000	BVWPS7199N
22	ANAND KUMAR	Public - Non-Institutional – Individual	10000	AFKPK4707M
23	NEVIL RAMESHBHAI SAVJANI	Public - Non-Institutional – Individual	10000	BHIPS7376F
24	DIPTIBEN N SHAH	Public - Non-Institutional – Individual	5600	AKQPS8637R
25	HIRAK JAYRAJBHAI SHAH	Public - Non-Institutional – Individual	5600	AOCPS6559N
26	HARIVADAN CHHOTALAL SHAH	Public - Non-Institutional – Individual	5600	AGQPS0847M
27	RANU SURENDRA SITANI	Public - Non-Institutional – Individual	5500	BVAPS8709L
28	GARIMA GOYAL	Public - Non-Institutional – Individual	5500	ADKPG5381P
29	D RISHAB SINGHVI	Public - Non-Institutional – Individual	5500	AAMPR4647J
30	D SUNIL KUMAR	Public - Non-Institutional – Individual	5500	AAFPD9907Q
31	PRITI CHETANBHAI KOTHARI	Public - Non-Institutional – Individual	5500	ADHPK2328M
32	ROHIT PARAKH	Public - Non-Institutional – Individual	5500	AJAPP8784H
33	BALAJI FINVEST ADVISORY PRIVATE LIMITED	Public - Non-Institutional – Body Corporate	5500	AAECB1735E

34	DIVYA MAHENDRAKUMAR KANKARIA	Public - Non-Institutional – Individual	5200	ENWPK9313M
35	SURABHI YASH SHAH	Public - Non-Institutional – Individual	5200	BOVPK6451F
36	NANDURA ESTATES	Public - Non-Institutional -Firm	4500	AAQFN2259Q
37	KIRAN SINGH	Public - Non-Institutional – Individual	4500	ALZPS4196F

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price (inclusive of premium) for the Preferential Allotment of the Equity Shares is Wednesday, August 17, 2022, being the date 30 days prior to the deemed date of passing of resolution via Extra Ordinary General Meeting.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Equity Shares to Proposed Allottees under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws;

a) The full consideration ('Cash Consideration') in respect of Equity Shares shall be paid by the Proposed Allottees at the time of allotment of Equity Shares and the consideration must be paid from respective Proposed Allottees' bank account.

b) The Equity Shares to be allotted shall be fully paid up and rank pari-passu with the existing Equity Shares ofthe Company bearing ISIN: INE0J0B01017 in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall besubject to the provisions of the Memorandum of Association and Articles of Association of the Company.

c) The Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the Stock Exchange subject to receipt of necessary permissions and approvals.

d) The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

e) The equity shares so offered, issued and allotted will be listed on the National Stock Exchange of India Limited where the equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be.

RESOLVED FURTHER THAT Executive Directors and Company Secretary of the Company, be and are hereby severally authorized, on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modificationto the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may benecessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations and that the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any Committee of the Board or any one or more Director(s)/Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution."

By order of the Board
For Kotyark Industries Limited

Sd/-

Date: August 23, 2022
Place: Vadodara

Gaurang Rameshchandra Shah
Chairman & Managing Director
DIN: 03502841

KOTYARK INDUSTRIES LIMITED
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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT
(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

ITEM NO. 1

TO ISSUE EQUITY SHARE ON PREFERENTIAL BASIS: SPECIAL RESOLUTION

In terms of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Boardof India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the 'SEBI ICDR Regulations') and the Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations, 2015, as amended (the 'SEBI Listing Regulations'), the listing agreements entered into by the Company with National Stock Exchange of India Limited ('Stock Exchange') on which the Equity Shares having face value of Rupees 10.00 each of the Company ('Equity Shares') are listed, the Board of Directors of the Company, in their meeting held on August 23, 2022, subject to approval of shareholders of the Company by way of special resolution, approved the issue of up to 4,59,400 (Four Lakh Fifty Nine Thousand Four Hundred only) Equity Shares of the Company having face value of Rupees 10.00 each to the proposed allottees as mentioned in the resolution. The Board seeks approval of the Members of the Company, by way of Special Resolution, for issue and allotment of Equity Shares on preferential basis to the Proposed Allottees.

It may be noted that;

1. All equity shares of the Company are already made fully paid up as on date. Further, all equity shares to be allotted by way of preferential issue shall be made fully paid up at the time of the allotment;
2. All equity shares of the Company held by the Proposed Allottees, if any, are in dematerialised form;
3. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the SEBI thereunder;
4. The Company has obtained the Permanent Account Numbers of the proposed allottees.
5. The Proposed Allottees have represented and declared to the Company that they have not sold or transferred any equity Shares of the Company during the 90 trading days preceding the relevant date.
6. None of the Promoters and Directors of the Company are fugitive economic offender;
7. The Company do not have any outstanding dues to the Board, the Stock Exchanges or the Depositories.

The Company will make the application for in-principle approval to the Stock Exchange, where its equity shares are listed, on the same day when the notice will be sent in respect of the EGM seeking shareholders' approval by way of Special Resolution.

In terms of Section 102 of the Companies Act, 2013 ("Act"), this Explanatory Statement sets out all the material facts in respect of aforementioned business. As required under Section 23, 42 and 62(1)(c) of the Act read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 SEBI ICDR Regulations, necessary information or details in respect of the proposed Preferential Issue of Equity Shares are as under:

A. Particulars of the Preferential Issue including date of passing of Board resolution

The Board of Directors at its meeting held on August 23, 2022 had, subject to the approval of the Members and such other approvals as may be required, approved the issuance of upto 4,59,400 Equity Shares at a price of Rs.450 per Equity Share, aggregating upto Rs.20,67,30,000 /- (Rupees Twenty Crores Sixty Seven Lakhs Thirty Thousand only) for cash consideration, on a preferential basis.

B. Number of Shares, Kinds of securities offered and the price at which security is being offered

To create, issue, offer and allot up to 4,59,400 (Four Lakhs Fifty Nine Thousand Four Hundred only) Equity Shares of Rupees 10.00 each, on a preferential basis ("Preferential Issue"), to the Proposed Allottees at an issue price of Rupees 450.00 per

Equity Share including Security Premium of Rupees 440.00 (Rupees Four Hundred and Forty only) per Equity Share per Equity Share, being the price higher than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI ICDR Regulations and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the relevant provisions of SEBI ICDR Regulations, or other applicable laws in this regard.

C. Basis or justification for the price (including premium, if any) at which the offer or invitation is being made along with report of the registered valuer & Pricing of the preferential issue:

The Equity Shares of Company are listed on National Stock Exchange of India Limited (Emerge Platform) for a period of more than 90 trading days as on the relevant date i.e. Wednesday, August 17, 2022 and are frequently traded in accordance with SEBI ICDR Regulations.

The Price of the Equity Shares to be allotted to the Proposed Allottees of the Company shall not be less than the price determined in accordance with the SEBI ICDR Regulations. Currently, SEBI ICDR Regulations provides that the pricing for the issue of securities on preferential basis by a listed Company is to be based on the following parameters:

a) In case of "frequently traded shares (Regulation 164(1) of the SEBI ICDR Regulations:

If the equity shares of the Company have been listed on a recognised stock exchange for a period of 90 trading days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following;

i. The 90 trading days' volume weighted average price of the related equity shares quoted on the recognised stock exchange preceding the relevant date; or
ii. The 10 trading days' volume weighted average prices of the related equity shares quoted on are recognised stock exchange preceding the relevant date.

Provided that if the Articles of Association of the issuer provide for a method of determination which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.

b) In case of Change in Control or allotment of more than five per cent. (Regulation 166A(1) of the SEBI ICDR Regulations:

Any preferential issue, which may result in a change in control or allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price.

Provided that the floor price, in such cases, shall be higher of the floor price determined under sub regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable:

Articles of association provides for method - of determination which does not result in floor price higher than that determine under ICDR Regulation 2018. For which valuation certificate is taken from the Registered Valuation report from Mr. Abhishek Chhajed, an Independent Registered Valuer.

In terms of Regulation 164 (1) of the SEBI ICDR Regulations, the Company has taken Valuation Report dated August 23, 2022 from Mr. Abhishek Chhajed, an Independent Registered Valuer having its office at 134-1-2 Nilkanthnagar, Gordhanwadi Tekra, Kankaria, Ahmedabad City , Ahmadabad , Gujarat – 380001 and Registration No: IBBI/RV/03/2020/13674 and the copy of the same has been hosted on the website of the Company which can be accessed at www.kotyark.com under Investors Info tab. As per the Valuation Report, the minimum price, in terms of Regulation 164(1) of the SEBI ICDR Regulations, at which Equity Shares to be issued is Rupees 439.00 (Rupees Four Hundred and Thirty Nine Only).

However, the issue price for this Preferential Issue is kept at Rupees 450 per Equity Share including Security Premium of Rupees 440 per Equity Share which is higher than the above Floor Price determined in accordance with Regulation 164(1) of SEBI ICDR Regulations.

D. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

The allotment is proposed to be made for cash only.

E. The price or price band at/within which the allotment is proposed:

There shall be no price band. All the equity shares under this preferential issue shall be made at an issue price of Rupees 450.00 (Rupees Four Hundred and Fifty only) per Equity Share including Security Premium of Rupees 440.00 (Rupees Four Hundred and Forty only) per Equity Share, being the price higher than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI ICDR Regulations.

F. Amount which the company intends to raise by way of such Equity Shares:

Rs.206730000 (Rupees Twenty Crores Sixty Seven Lakhs Thirty Thousand Only).

G. The Objects of the issue through preferential offer:
The proceeds of the Preferential Issue will be utilized for prepayment of borrowings of the Company, meeting future funding requirements, working capital and other general corporate purposes of the Company

H. The total number of securities to be issued:

The total number of Equity Shares proposed to be issued is 4,59,400 (Four Lakh Fifty Nine Thousand Four Hundred only) Equity Shares of Rupees 10.00 each.

I. The intention of Promoter(s)/Director(s)/Key Managerial Personnel to subscribe to the offer.

Mr. Gaurang Shah, Promoter of the Company intend to subscribe to the offer by subscribing 55000 Shares in the Proposed Offer.

Except above, None of the Person falling under Promoters Group, Directors or Key Managerial Personnel intend to subscribe this offer.

J. The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to the:-

a) Promoter
b) Public - Non-Institutional – Individuals
c) Public - Non-Institutional - Body Corporates
d) Public- Qualified Institutional Buyer (QIB)
e) Public - Non-Institutional – Partnership Firm
f) Public- Alternate Investment Fund (AIF)
g) Public - Non-Institutional - HUF

K. Shareholding Pattern of the Company before and after the Preferential Issue:

The Equity shares are proposed to be allotted to the Promoter/Non-promoters. Details of shareholding of the Promoters and Non-promoters in the Company, prior to and after the proposed Preferential Issue, are as under:

Category of Shareholder	Pre Issue[1]		Post Issue[2]	
	No. of Equity Shares	%	No. of Equity Shares	%
Promoter & Promoter Group				
1. Indian				
Individuals/ Hindu Undivided Family	5976225	72.22	6031225	69.05
Bodies Corporate	-	-	-	

Sub Total (A)(1)	5976225	72.22	6031225	69.05
2. Foreign	-	-	-	
Sub Total (A)(2)	5976225	72.22	6031225	69.05
Sub Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**5976225**	**72.22**	**6031225**	**69.05**
Non-promoters' holding (Public shareholding)				
1. Institutions	-	-	68200	0.78
Sub-Total (B) (1)	-	-	68200	0.78
2. Central Government/State Government(s)/President of India	-	-	-	-
Sub-Total (B) (2)	-	-	-	-
3. Non-institutions	-	-	-	-
a) Individuals -	**2111829**	**25.52**	**2358829**	**27.01**
i. Individual shareholders holding nominal share capital up to Rs. 2 lakh.	1330654	16.08	1577654	18.06
ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	781175	9.44	781175	8.94
b) Any Other (Specify)	**186846**	**2.26**	**276046**	**3.16**
i. Bodies Corporate	78832	0.95	84332	0.97
ii. Clearing Members	32814	0.4	32814	0.38
iii Non Resident Indians	75200	0.91	75200	0.86
iv) HUF	-	-	33000	0.38

v) Firm	-	-	50700	0.58
Sub-Total (B) (3)	**2298675**	**27.78**	**2634875**	**30.17**
Sub Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	**2298675**	**27.78**	**2703075**	**30.95**
Shares held by Custodians and against which Depository Receipts have been issued	-	-		
Sub Total (C)	-	-		
GRAND TOTAL (A)+(B)+(C)	**8274900**	**100.00**	**8734300**	**100.00**

Note:

1) *The Pre Issue Shareholding Pattern is based on Benpos as on Friday, August 12, 2022.*
2) *The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all Equity Shares which they are intent to do so. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares they intent to do so, the shareholding pattern in the above table would undergo corresponding changes.*
3) *It is further assumed that shareholding of the Company in all other categories will remain unchanged.*
4) *The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of equity shares of the Company.*

L. The time within which the preferential issue shall be completed:

As required under SEBI ICDR Regulations, the Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 15 days from the date of passing of special resolution by the shareholders according consent for preferential issue or in the event of allotment of equity shares would require any other approvals or permissions from any regulatory authorities including stock exchange where the shares of the Company are listed or the Central Government, within 15 days from the date of receipt of last of such approvals or permissions as the case may be.

M. Details of Proposed Allottees and the identity of the Natural Persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them.

Sr. No.	Name of Proposed Allottees	Current Status of the Allottee	Proposed Status of the Allottee	Ultimate Beneficial Owner	Post Issue Shareholding*	
					No. of Equity Shares	% of Post Issue Capital
1.	INDIA EQUITY FUND 1	Public	Public	BHAVYA JAIN (PAN:- AADPJ4184F)	55000	0.63

2.	GAURANG RAMESHCHANDRA SHAH	Promoter	Promoter	Self	4248025	48.64
3.	WOW INVESTMENTS	Public	Public	Amit Goyal (PAN:-ACBPG4187B)	33000	0.38
4.	SHILPABEN MAHESHKUMAR SHAH	Public	Public	Self	20000	0.23
5.	ANBUCHEZHIAN SUSHMITA	Public	Public	Self	15500	0.18
6.	GUNAVANTHKUMAR G VAID	Public	Public	Self	15000	0.17
7.	HYPOTENUSE INVESTMENTS	Public	Public	Sumant Rameshkumar Nathani (PAN:-ACNPN5137G)	13200	0.15
8.	SHARAD GOEL	Public	Public	Self	13200	0.15
9.	SUNIL KUMAR RAHEJA	Public	Public	Self	13200	0.15
10.	CHHATTISGARH INVESTMENTS LIMITED	Public	Public	Kamal Sarda (PAN:- AJJPS3910R)	13200	0.15
11.	UMESH MOHAN HUF	Public	Public	Umesh Mohan (PAN:-AAVPM9658F)	11000	0.13
12.	ANUPAM PERIWAL	Public	Public	Self	11000	0.13
13.	RAJESH JAIN HUF	Public	Public	Rajesh Jain (PAN:-AAAPJ2858D)	11000	0.13
14.	JATIN PODDAR	Public	Public	Self	11000	0.13
15.	VICKY HEMCHANDGALA	Public	Public	Self	11000	0.13
16.	BHAVIN AJIT DEDHIA	Public	Public	Self	11000	0.13

17.	BHAVIN AJIT DEDHIA HUF	Public	Public	Bhavin Ajit Dedhia (PAN:- ABDPD7563M)	11000	0.13
18.	DHWANI DEEPAK DEDHIA	Public	Public	Self	11000	0.13
19.	YOGESH JAIN	Public	Public	Self	14400	0.16
20.	KAVITA JAIN	Public	Public	Self	10000	0.11
21.	BINNY MALAV SHAH	Public	Public	Self	10000	0.11
22.	ANAND KUMAR	Public	Public	Self	10000	0.11
23.	NEVIL RAMESHBHAI SAVJANI	Public	Public	Self	10000	0.11
24.	DIPTIBEN N SHAH	Public	Public	Self	5600	0.06
25.	HIRAK JAYRAJBHAI SHAH	Public	Public	Self	5600	0.06
26.	HARIVADAN CHHOTALAL SHAH	Public	Public	Self	5600	0.06
27.	RANU SURENDRA SITANI	Public	Public	Self	5500	0.06
28.	GARIMA GOYAL	Public	Public	Self	5500	0.06
29.	D RISHAB SINGHVI	Public	Public	Self	6300	0.07
30.	D SUNIL KUMAR	Public	Public	Self	5900	0.07
31.	PRITI CHETANBHAI KOTHARI	Public	Public	Self	5500	0.06
32.	ROHIT PARAKH	Public	Public	Self	5500	0.06
33.	BALAJI FINVEST	Public	Public	Self	5500	0.06

	ADVISORY PRIVATE LIMITED					
34.	DIVYA MAHENDRA KUMAR KANKARIA	Public	Public	Self	5200	0.06
35.	SURABHI YASH SHAH	Public	Public	Self	5200	0.06
36.	NANDURA ESTATES	Public	Public	Sumant Rameshkumar Nathani (PAN:- ACNPN5137G)	4500	0.05
37.	KIRAN SINGH	Public	Public	Self	7300	0.08

None of the Proposed Allottees have been allotted any securities of the Company during the financial year 2022-23.

N. Relevant Date:
The relevant date for the purpose of determination of minimum price of Equity Shares to be issued is fixed as Wednesday, August 17 2022 being the date thirty day prior to the deemed date of passing of Special Resolution through Postal Ballot, in accordance with the SEBI ICDR Regulations.

O. Principle terms of assets charged as securities
Not Applicable

P. Valuation and justification for the allotment proposed to be made for consideration other than cash.
Not Applicable

Q. Change in Control, if any, in the Company consequent to the preferential issue:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of equity shares.

R. Undertaking regarding re-computation of price:

The Company undertakes to re-compute the price of the Equity Shares in terms of provision of SEBI ICDR Regulations, where it is required to do so. If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the Equity Shares shall continue to be locked- in till the time such amount is paid by the Proposed Allottees.

S. Certificate of Practicing Company Secretary:

The Company has obtain the Certificate from M/s. Hardik Jetani & Associates, Practising Company Secretaries, certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations. A copy of said Certificate has been hosted on the website of the Company at www.kotyark.com under Investors Tab.

T. Lock in Period:

The Equity Shares to be allotted shall be subject to 'lock-in' as per chapter V of the SEBI ICDR Regulations.

Further, the entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

U. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any allotment on preferential basis during the current financial year 2022-23.

V. Listing:

The Company will make an application to National Stock Exchange of India Limited at which the existing equity shares of the Company are listed, for listing of the Equity Shares allotted under this Preferential Issue. All the Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend and voting rights.

W. Disclosures specified in Schedule VI, if the issuer or any of its promoters or directors is a wilful defaulter:

The Company, it's Promoters and its Directors have not been declared as willful defaulters or a fraudulent borrower or fugitive economic offender as defined under SEBI ICDR Regulations.

Pursuant to Section 62(1)(c) of the Companies Act, 2013, further equity shares may be issued to persons other than the existing members of the Company as specified in Section 62(1)(a) of the Companies Act, 2013, provided that the members of the Company approve the issue of such equity shares by means of a special resolution.

In terms of Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company can make a private placement of its securities under the Companies Act, 2013 only after the approval of its shareholders by way of a special resolution has been obtained. Further in terms of Regulations 160 of SEBI ICDR Regulations, a special resolution needs to be passed by shareholders of a listed company prior to issue of specified securities on preferential basis.

The resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Government of India or the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the SEBI ICDR Regulations including any amendment, modification, variation or re-enactment thereof.

The approval of the members is being sought to enable the Board to issue and allot the equity shares on a preferential/ private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors and/or Key Managerial Personnel of the Company and/ or their relatives is deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

The Board accordingly recommends the resolution set forth at Item no. 1 for approval of the members as a Special Resolution.

By order of the Board
For Kotyark Industries Limited

Sd/-

Date: August 23, 2022
Place: Vadodara

Gaurang Rameshchandra Shah
Chairman & Managing Director
DIN: 03502841

NOTES

1) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021 and Circular dated May 5, 2022 (collectively referred to as 'MCA Circulars') has permitted the holding of the EGM through Video Conferencing ('VC') / Other Audio Visual means ('OAVM'), without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the EGM of the Company is being held through VC/ OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.

2) Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Extra-Ordinary General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this EGM is being held pursuant to the MCA Circular through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Extra-Ordinary General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

3) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/ JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Extra-Ordinary General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to cshardik241@gmail.com with copies marked to the Company at info@kotyark.comor to National Securities Depository Limited (NSDL) at evoting@nsdl.co.in.

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

5) Since the EGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

6) Registration of email ID:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.
In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories, the following instructions to be followed:

(a) 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 info@kotyark.com.
(b) 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 info@kotyark.com.
(c) Alternatively, member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
(d) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants.
(e) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, Kfintech Technologies Ltd to enable servicing of notices / documents electronically to their e-mail address.

7) The Notice of the Extra-Ordinary General Meeting is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the MCA Circular dated 12th May, 2020. Members can attend and participate in the Extra-Ordinary General Meeting through VC/OAVM facility only. Member may note that Notice has been uploaded on the website of the Company at www.kotyark.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. NSE Limited at www.nse.com and the EGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.

8) The deemed venue for this meeting shall be registered office of the Company situated at A-3, 2nd Floor, Shree Ganesh Nagar Housing SocietyRamakaka Temple Road, Chhani Vadodara-391740. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

9) As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Kfintech Technologies Ltd for assistance in this regard.

10) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Kfintech Technologies Ltd, (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.

11) Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in prescribed form SH-13 with the RTA. In respect of shares held in Electronic / Demat form, members may please contact their respective Depository Participants.

12) In case of joint shareholders attending the meeting, joint holder whose name is higher in the order of names will be entitled to vote.

13) The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.

14) The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to RTA.

15) The facility for joining the EGM shall open at 10:45 A.M. i.e. fifteen minutes before the starting of the EGM and shall not be closed till the expiry of fifteen minutes after the starting of the EGM at 11:00 A.M.

16) Members joining EGM through VIDEO CONFERENCING shall be counted for the purpose of quorum.

17) Members joining EGM through VIDEO CONFERENCING shall elect one of themselves to be the Chairman of the meeting (EGM).

18) The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in regard to the Special Business to be transacted at the meeting is enclosed and forms part of the notice.

19) All the documents including registers of directors and KMP and their shareholding (Section 70), Register of contracts or arrangements (Section 189), Register of Members etc. are open for inspection during the business hours of the company on all working days except Saturdays, Sundays and public holidays at the Registered Office of the company before and on the date of the meeting as well. It may be further noted that the relevant extracts of the above mentioned registers as required by the member/s may be shared electronically i.e. scanned copy of the same on request received from the member in this regard through their registered email ids with the company.

20) **PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE EGM THROUGH VC/OAVM:**

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, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the EGM 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. Friday, September 09, 2022, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. 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 EGM and prior to the Cut-off date i.e. Friday, September 09, 2022, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.

iv. The remote e-voting will commence on 9:00 A.M. on Tuesday, September 13, 2022 and will end on 5:00 P.M. on Thursday, September 15, 2022. During this period, the members of the Company holding shares as on the Cut-off date i.e. Friday, September 09, 2022 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 cast 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. Friday, September 09, 2022.

vii. The Company has appointed M/s. Hardik Jetani & Associates, Practicing Company Secretaries, Ahmedabad, to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the EGM, in a fair and transparent manner.

INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING

The remote e-voting period begins on 9:00 A.M. on Tuesday, September 13, 2022 and will end on 5:00 P.M. on Thursday, September 15, 2022. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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

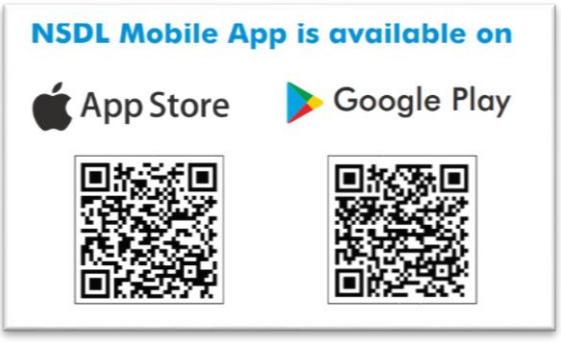
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

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 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. 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. 2. 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 3. 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. 4. 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. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.

	2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

Step 2: Cast your vote electronically 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 cshardik241@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@kotyark.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 info@kotyark.com .
3. 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.
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e- voting by providing above mentioned documents.
5. 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 withDepositories 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.

KOTYARK INDUSTRIES LIMITED
(Formerly Kotyark Industries Private Limited)
CIN: U24100GJ2016PLC094939
Registered Office: - A-3, 2nd Floor, Shree Ganesh Nagar Housing Society
Ramakaka Temple Road, Chhani Vadodara-391740
Contact No.:0265-2773672, **E-mail ID:** info@kotyark.com **Website:** www.kotyark.com,

CONTACT DETAILS

Company	**Kotyark Industries Limited** A-3, 2nd Floor, Shree Ganesh Nagar Housing Society, Ramakaka Temple Road, Chhani,Vadodara -391740 **Tel No. +91 0265-2773672;** **E-Mail ID:** info@kotyark.com **Website :** www.kotyark.com
Registrar and Transfer Agent	**KFIN TECHNOLOGIES LIMITED,** Selenium Tower-B, Plot No. 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana – 500 032, **E-Mail ID :** einward.ris@kfintech.com **Contact No..:+** 91 40 6716 2222, 79611000
e-Voting Agency& VC / OAVM	**Email:** evoting@nsdl.co.in **NSDL help desk 1800-222-990**
Scrutinizer	**M/s HARDIK JETANI & ASSOCIATES** **Email: cshardik241@gmail.com ; Contact No.: +91 94082 30805**

INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO ATTEND THE EGM THROUGH VC/OAVM:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members 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. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
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 info@kotyark.com. The same will be replied by the company suitably.