



KSHITIJ Polyline Ltd.

WORLD CLASS PRODUCTS

Regd. Office : 8, Sona Udyog, Parsi Panchayat Road, Andheri (East), Mumbai - 400 069. (INDIA)
Factory Address : Survey No. 110/1/13-14 & 11-12, Amla Village, 66 K.V.A. Road, Opp. Lane to Silvassa
Municipal Council, Silvassa,(U.T.) of Dadra and Nagar Haveli and Daman And Diu - 396230
Tel.: 2838 8562 / 2838 6812 | Email : kshitij123@hotmail.com | Website : www.kshitijpolyline.co.in
CIN : L25209MH2008PLC180484

Date: July 29, 2023

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai - 400 051

Symbol: KSHITIJPOL

Subject: Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("*Listing Regulations*"), we hereby enclose a copy of Postal Ballot Notice along with the Explanatory Statement ("*Notice*") dated July 29, 2023 sent to the shareholders of Kshitij Polyline Limited ("*the Company*") to seek approval by way of remote electronic voting ("*e-voting*") in respect of the special businesses as set out in the Notice.

In compliance with Ministry of Corporate Affairs General Circular No. 14/2020 dated April 8, 2020, and General Circular No. 17/2020 dated April 13, 2020 read with General Circular No. 10/2022 and 11/2022, this postal ballot notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, July 14, 2022 ("*Cut-off date*").

The remote e-voting period commences on Sunday, July 30, 2023 from 9.00 a.m. (IST) and ends on Monday, August 28, 2023 at 5.00 p.m. (IST) after which the e-voting will be blocked. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their votes.

The results of the Postal Ballot shall be declared on or before Wednesday, August 30, 2023.

This Postal Ballot Notice will also be available on the Company's website <https://kshitijpolyline.co.in/>, websites of NSE Limited (NSE) at www.nseindia.com and on the website of NSDL at www.nsdl.co.in.

Members who have not registered/updated their e-mail ids are requested to register/update the same with their respective Depository Participant(s), KFin Technologies Limited or the Company by following the procedure provided in the Postal Ballot Notice, in respect of both physical and electronic holdings for sending future communication(s) in electronic form. Request you to kindly take the aforesaid information on your records.

You are requested to kindly take the same on your records.

For KSHITIJ POLYLINE LIMITED

BHARAT HEMRAJ

GALA

Bharat Gala

Managing Director

DIN: 01994342

Enclosure: Notice of Postal Ballot

Digitally signed by BHARAT HEMRAJ GALA
DN: cn=, postalCode=400069, st=Maharashtra, o=MUMBAI SUBURBAN,
ou=Personnel,
serialNumber=6d2ec59f561865381a16114c57a3b8d0c2736448f0329447675d14
leaf_ouId=ym=1148202123022248317,
c=IN, o=KSHITIJ POLYLINE LIMITED, ou=KSHITIJ POLYLINE, email=KSHITIJ.POLYLINE.COM, ou=BHARAT HEMRAJ GALA, serial=1148
Date: 2023.07.29 16:55:24 +05'30'



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NOTICE OF POSTAL BALLOT

(Pursuant to Section 108, Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 (1) of the Companies (Management and Administration) Rules, 2014, as amended)

Dear Member(s),

NOTICE of Postal Ballot is hereby given to the Members of **KSHITIJ POLYLINE LIMITED** (*the Company*), pursuant to Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (*the Act*), read with Rule 20 and 22 of the Companies (Management and Administration), Rules, 2014, (*“Rules”*), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*SEBI Listing Regulations*) read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No.20/2021 dated December 8, 2021 No.3/2022 dated May 05, 2022, No.10/2022 dated December 28,2022 and No.11/2022 dated December 28, 2022 and all other applicable circulars, if any, issued by the Ministry of Corporate Affairs (*“MCA”*) (hereinafter collectively referred to as *“MCA Circulars”*) and Secretarial Standards on General Meetings (*“SS-2”*) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolution(s) set out in this Notice are proposed for approval of the Shareholders of the Company through Postal Ballot by way of voting through electronic means (*“remote e-voting”*) only.

An explanatory statement(s) pursuant to Section 102, 110 and other applicable provisions, if any, of the Act, pertaining to the special resolution(s) setting out the material facts and reasons thereof along with the instructions/procedures for remote e-voting are annexed to this Postal Ballot Notice for your consideration.

In compliance with the requirements of the MCA Circulars and provisions of Section 110 of the Companies Act and the Rules made thereunder, the Postal Ballot Notice (*“Notice”*) along with Explanatory Statement and remote e-voting instructions are being sent only through electronic mode to all those Members who have registered their e-mail addresses with the Company/Registrar and Share Transfer Agent (*“RTA”*)/Depositories/Depository Participants and whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on Friday, July 14, 2023. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only.



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Pursuant to Rule 22(5) of the Companies (Management and Administration) Rule, 2014, the Board of Directors, at its meeting held on July 28, 2023 has appointed Ronak Jhuthawat & Co, Certificate of Practice No.: 12094), Practicing Company Secretary (email: csronakjhuthawat@gmail.com), as the Scrutinizer for conducting the postal ballot voting process fairly and transparently.

The remote e-voting period commences from on **Sunday, July 30, 2023 (9:00 A.M. IST)** and ends on **Monday, August 28, 2023 (5:00 P.M. IST)**.

After completion of scrutiny of the total votes casted, the Scrutinizer will submit his report to the Chairman of the Company or any authorised person of the Company. The results of the Postal Ballot will be announced on or before Wednesday, August 30, 2023. The said results along with the Scrutinizer's Report shall be placed on the Company's website at <https://kshitijpolyline.co.in/> and the website of on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com. The said results along with the Scrutinizer's Report would be intimated to National Stock Exchange Limited (NSE), where the Equity Shares of the company are listed.

The proposed resolutions, if assented by the requisite majority, shall be deemed to be passed on the last date specified for e-voting / receipt of postal ballot forms, i.e., Monday, August 28, 2023.

SPECIAL BUSINESS:

- 1. To consider and approve, appointment of Mr. Mayur Jitendra Thakar (DIN: 08156395) as Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 ' read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR, 2015') (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the existing Articles of Association of the Company, and on the basis of recommendation of the Nomination and Remuneration Committee, Board of Directors thereof approved the appointment of Mr. Mayur Jitendra Thakar (DIN: 08156395) as an Additional Independent Director of the Company, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and under Regulation 16(1)(b) of SEBI (LODR) 2015, be and is hereby appointed as an Independent Director of the Company to hold office for a term of up-to 5 (five) consecutive years with effect from June 01, 2023 to May 31, 2028, not subject to retirement by rotation and shall receive such sitting fees as may be determined by the Board from time to time.



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RESOLVED FURTHER THAT the Board of Directors of the Company are be and hereby jointly/severally authorized to execute all such agreements, documents, instruments and writings as deemed necessary, to file requisite forms or applications with the Statutory/ Regulatory Authorities, with power to settle all questions, difficulties or doubts that may arise in this regard, as he/she may in his/ her sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any other Director(s) to give effect to this Resolution.”

- 2. To consider and approve, appointment of Mr. Ruhini Kumar Chakraborty (DIN: 08124270) as Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 ' read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR, 2015') (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the existing Articles of Association of the Company, and on the basis of recommendation of the Nomination and Remuneration Committee, Board of Directors thereof approved the appointment of Mr. Ruhini Kumar Chakraborty (DIN: 08124270) as an Additional Independent Director of the Company, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and under Regulation 16(1)(b) of SEBI (LODR) 2015, be and is hereby appointed as an Independent Director of the Company to hold office for a term of up-to 5 (five) consecutive years with effect from June 01, 2023 to May 31, 2028, not subject to retirement by rotation and shall receive such sitting fees as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company are be and hereby jointly/severally authorized to execute all such agreements, documents, instruments and writings as deemed necessary, to file requisite forms or applications with the Statutory/ Regulatory Authorities, with power to settle all questions, difficulties or doubts that may arise in this regard, as he/she may in his/ her sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any other Director(s) to give effect to this Resolution.”



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3. **To consider and approve, appointment of Mr. Mahendra Kumar Jain (DIN: 09765526) as a Director of the Company:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 152, 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR, 2015') (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and on the basis of recommendation of Nomination and Remuneration Committee and Board, consent of the members be and is hereby accorded to appoint Mr. Mahendra Kumar Jain (DIN: 09765526) as a Director of the Company, in the category of Executive Director for a period of 5 (five) years commencing from October 14, 2022 to October 13, 2027, whose office shall be liable to retire by rotation , upon the terms and conditions set out in the statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 of the Act and in the agreement entered into between the Company and the Director, which agreement is hereby approved, with liberty to the Board of Directors, to alter or vary the terms and conditions and remuneration including minimum remuneration as it may deem fit and in such manner as may be agreed to between the Board and the Director.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to revise the remuneration of the Director from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under the Act read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time and the said agreement between the Company and the Director be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to the above resolution."



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4. **To consider and approve, re-appointment of Ms. Rajul Visaria Dhimant (DIN: 07038456) as Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Ms. Rajul Visaria Dhimant (DIN: 07038456), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from January 05, 2023 up to January 04, 2028.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to sign and submit necessary papers, documents, forms, etc. with the Registrar of Companies, Mumbai and/or any other authority and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, for and on behalf of the Company, to give effect to the aforesaid resolution.”

5. **To consider and approve, re-appointment of Mr. Rushiraj ZaverBhai Patel (DIN: 08017580) as Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Rushiraj ZaverBhai Patel (DIN: 08017580), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from January 05, 2023 up to January 04, 2028.



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RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to sign and submit necessary papers, documents, forms, etc. with the Registrar of Companies, Mumbai and/or any other authority and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, for and on behalf of the Company, to give effect to the aforesaid resolution."

Registered

8, Sona Udyog, Parsi Panchayat Road,
Andheri East Mumbai Maharashtra- 400069

Office:

**By order of the Board of Directors
For KSHITIJ POLYLINE LIMITED**

Sd/-

**Bharat Hemraj Gala
Managing Director
DIN: 01994342**

Date: July 29, 2023

Place: Mumbai



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NOTES TO THE POSTAL BALLOT NOTICE

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto including the relevant details of the Directors seeking appointment/reappointment above as required by Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.
2. In compliance with the MCA Circulars, the Postal Ballot Notice is being sent by electronic mode to all those members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company/ Depositories as on July 14, 2023 ('Record date') and whose e-mail IDs are registered with the Company/ Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given below under these Notes. Any member who is not a member as on the said record date shall treat this notice for information purposes only.
3. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the e-voting process. Shareholders are requested to provide their assent or dissent through e-voting only. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.
4. In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Management Rules, the Company is pleased to offer e-voting facility to all the shareholders of the Company. For this purpose, the Company has engaged the services of National Securities and Depository Limited (NSDL) for facilitating e-voting to enable the shareholders to cast their votes electronically.
5. Shareholders may please note that the Postal Ballot Notice will also be available on the Company's website at <https://kshitijpolyline.co.in/>, websites of the Stock Exchanges i.e. NSE Limited (NSE) at www.nseindia.com and on the website of NSDL at www.nsdl.co.in.
6. All the material documents referred to in this Notice, if any, shall be available for inspection based on requests received by the Company at registered office of the company on or before the last day of e-voting on postal ballot (i.e., August 28, 2023).
7. The Postal Ballot Notice is being sent to all the shareholders electronically, whose names appear in the Register of Members / List of Beneficial Owners as received from NSDL on July 14, 2023



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- being the record date, are entitled to vote on the Resolutions set forth in this Postal Ballot Notice. The voting rights of such shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date.
8. The voting through electronic means will commence on July 30, 2023, at 09:00 a.m. (IST) and will end on August 28, 2023 at 05:00 p.m. (IST). The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change subsequently.
 9. A shareholder cannot exercise his/her vote by proxy on Postal Ballot.
 10. The Scrutinizer will submit their report to the Chairman or any other Director after completion of the scrutiny and the result of the Postal Ballot voting process will be declared within two working days from the end of voting, i.e., on or before August 30, 2023.
 11. Resolution passed by shareholders with requisite majority, through Postal Ballot shall be deemed to have been passed at a General Meeting of Members convened on that behalf.
 12. The result of the Postal Ballot will be communicated to all the Stock Exchanges where the equity shares of the Company are listed and will be available on the website of the Company at <https://kshitijpolyline.co.in/>. The Resolution(s), if passed by the requisite majority, shall be deemed to have been passed on August 28, 2023 being the last date specified by the Company for e-voting.
 13. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to or query / grievance with respect to E-voting, members may refer to the Frequently Asked Questions (FAQs) for Shareholders and E-voting User Manual for Shareholders available under the Downloads section of NSDL's e-voting website or contact Mr. Abhijeet Gunjal, Assistant Manager, NSDL, Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013 at Toll Free No. 1800 1020 990 / 1800 224 430 or at E-mail ID : evoting@nsdl.co.in
 14. IMPORTANT INSTRUCTIONS TO SHAREHOLDERS REGARDING UPDATION OF DETAILS WITH THE COMPANY/ REGISTRAR AND SHARE TRANSFER AGENT/



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DEPOSITORY PARTICIPANT.

Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail 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.:

- For shares held in electronic form: By Contacting the Concerned Depository Participants (DPs)
- For shares held in physical form: By writing to umesh.pandey@kfintech.com or visiting the website of RTA at www.kfintech.com, the Registrar and Share Transfer Agent ("RTA") of the Company in prescribed Form ISR-1 along with relevant proofs and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021.

Members holding shares in physical form are advised to update their KYC details and Nomination details as mandated under SEBI Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021, and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, to avoid freezing of their folios on or after April 1, 2023, with RTA.

Members are further requested to note that non-availability of correct bank account details such as MICR ("Magnetic Ink Character Recognition"), IFSC ("Indian Financial System Code") etc., which are required for making electronic payment will lead to rejection/failure of electronic payment instructions by the bank in which case, the Company or RTA will use physical payment instruments for making payment(s) to the Members with available bank account details of the Members.

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of the Company's RTA at



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www.kfintech.com and on the Company's website at <https://kshitijpolyline.co.in/> . It may be noted that any service request can be processed only after the folio is KYC Compliant.

SEBI vide its Circular dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

As per the provisions of Section 72 of the Companies Act, 2013 and aforesaid SEBI Circulars, the facility for making nomination is available for the Members in respect of the shares held by them in physical mode. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 with RTA.

Further members holding physical shares are informed that they can opt out of nomination or cancel the existing nomination by filing following form with RTA:

- a. Form ISR - 3: For opting out of nomination by shareholder(s)
- b. Form SH -14: For cancellation or variation to the existing nomination of the shareholder(s)

Further, Non-Resident Indian Members are requested to inform RTA, immediately of:

- a. Change in their residential status on return to India for permanent settlement.
- b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

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:



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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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







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	<p>company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience:</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;"></div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The



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	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 e-voting 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.

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 022 - 4886 7000 and 022 - 2499 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 22 55 33



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

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

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

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

4. Your User ID details are given below:

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



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For example, if folio number is 001*** and
EVEN is 101456 then user ID is
101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

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.



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9. After you click on the "Login" button, home page of e-Voting will open.

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

How to cast your vote electronically on NSDL e-voting System

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

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



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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 and 022 - 2499 7000 or send a request to Abhijeet Gunjal; Assistant Manager 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 <https://kshitijpolyline.co.in/>
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 <https://kshitijpolyline.co.in/>. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e., **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. 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.
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.

Registered Office:
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Andheri East Mumbai Maharashtra- 400069

By order of the Board of Directors
For KSHITIJ POLYLINE LIMITED

Sd/-
Bharat Hemraj Gala
Managing Director
DIN: 01994342

Date: July 29, 2023

Place: Mumbai



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EXPLANATORY STATEMENT

Pursuant to Sections 102 and other applicable provisions of the Companies Act, 2013 ("Act")

ITEM NO. 1:

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, appointed Mr. Mayur Jitendra Thakar (DIN: 08156395), as an Additional Director in the category of Independent Director, with effect from June 01, 2023 pursuant to provisions Section 149, 150, 152 and 161 of the Companies Act, 2013 and Regulation 17(1C) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 to hold office upto the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

Further, Mr. Mayur Jitendra Thakar is eligible to be appointed as an Independent Director for a term upto (5) five consecutive years from June 01, 2023 to May 29, 2028.

In the opinion of the Board, Mr. Mayur Jitendra Thakar fulfils the conditions as set out in Section 149(6) and Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for being eligible for his appointment. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and SEBI Regulations has given his consent to act as a director in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act.

In terms of the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 read with the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, he has enrolled his name in the online databank of Independent Directors maintained by the Government.

The Brief Profile of Mr. Mayur Jitendra Thakar in terms of Regulation 36(3)(a) of the Listing Regulations and 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is provided as '*Annexure -A*'.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the Item no. 1 of the notice.

None of the directors, key managerial Personnel and any of their relatives are interested or concerned in this resolution except Mr. Mayur Jitendra Thakar.



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ITEM NO. 2:

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, appointed Mr. Ruhini Kumar Chakraborty (DIN: 08124270), as an Additional Director in the category of Independent Director, with effect from June 01, 2023 pursuant to provisions Section 149, 150, 152 and 161 of the Companies Act, 2013 and Regulation 17(1C) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 to hold office upto the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

Further, Mr. Ruhini Kumar Chakraborty is eligible to be appointed as an Independent Director for a term upto (5) five consecutive years from June 01, 2023 to May 29, 2028.

In the opinion of the Board, Mr. Ruhini Kumar Chakraborty fulfils the conditions as set out in Section 149(6) and Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for being eligible for his appointment. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and SEBI Regulations has given his consent to act as a director in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act.

In terms of the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 read with the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, he has enrolled his name in the online databank of Independent Directors maintained by the Government.

The Brief Profile of Mr. Ruhini Kumar Chakraborty in terms of Regulation 36(3)(a) of the Listing Regulations and 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is provided as '*Annexure -B*'.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the Item no. 2 of the notice.

None of the directors, key managerial Personnel and any of their relatives are interested or concerned in this resolution except Mr. Ruhini Kumar Chakraborty.



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ITEM NO. 3:

Mr. Mahendra Kumar Jain (DIN: 09765526) was appointed as an Additional Director of the Company, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") by the Directors of the Company.

Based on the recommendation of the Nomination and Remuneration Committee and keeping in view of his experience, the Board of Directors of the Company at its meeting held on July 28, 2023 have recommended the appointment of Mr. Mahendra Kumar Jain as a Director in the category of Executive Director for a period of 5 years w.e.f. October 14, 2022, subject to approval of the members of the Company.

Pursuant to Section 152 of the Act and Regulation 17 of the Listing Regulations the consent of the members is required to appoint any Director on the Board of the Company and accordingly the approval of the members is requested for the aforesaid appointment through the process of postal ballot

Further, the particulars of the terms of appointment of and remuneration payable to Mr. Mahendra Kumar Jain are as mentioned below:

(a) Remuneration:

1. Basic Salary: Rs. 1,50,000 Lacs per month (Rupees One Lakhs Fifty Thousand Lakhs) per month, with such increment(s) as may be decided by the Nomination and Remuneration Committee from time to time in accordance with the HR policy of the Company for a period of 3 years as per Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force);
2. He shall be entitled to the perquisites, benefits, and allowance as may be decided by Board and/or Nomination and Remuneration Committee from time to time;
3. In addition to above, he shall be entitled for Company's contribution to Provident Fund, leave encashment and payment of gratuity as per the HR Policy of the Company;
4. Overall Remuneration: The aggregate of salary, together with perquisites, allowance, benefits and amenities payable to Mr. Mahendra Kumar Jain in any financial year shall not exceed the limits prescribed from time to time under section 196, 197 of the Act read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force);
5. Mr. Mahendra Kumar Jain shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof;



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6. The perquisites shall be valued in terms of actual expenditure incurred by the Company and shall be evaluated wherever applicable as per Income Tax Act, 1961 or rules made thereunder and any modification thereof.

(b) Reimbursement of Expenses:

Mr. Mahendra Kumar Jain, shall be entitled to get a reimbursement from the Company for all the expenses incurred by her on behalf of the Company.

(c) General:

- (i) Mr. Mahendra Kumar Jain will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time.
- (ii) Mr. Mahendra Kumar Jain shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in the Companies Act, 2013 with regard to duties of directors and applicable provisions of the Listing Regulations.

The Brief Profile of Mr. Mahendra Kumar Jain in terms of Regulation 36(3)(a) of the Listing Regulations and 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is provided as '*Annexure -C*'.

Except Mr. Mahendra Kumar Jain, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.



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ITEM NO. 4:

In terms of provisions of section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company shall recommend to the Board of the Directors, the appointment/reappointment of a Director. Also, in terms of provisions of section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report.

Accordingly, the Company has received the consent from Ms. Rajul Visaria Dhimant to act as the Director in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act and also in compliance with the 'fit and proper' criteria prescribed under Companies Act, 2013 and SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015.

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Ms. Rajul Visaria Dhimant during his tenure as an Independent Director since his appointment, the Nomination and Remuneration Committee at its meeting held on July 28, 2023 has considered, approved and recommended the re-appointment of Ms. Rajul Visaria Dhimant as an Independent Directors for a second term of five years with effect from January 05, 2023 up to January 04, 2028 to the Board of Directors for their approval. The Board of Directors at its meeting held on July 28, 2023 has approved the proposal for re-appointment as an Independent Director for a second term of five consecutive years with effect from January 05, 2023.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the Item no. 4 of the notice.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the Item no. 3 of the notice.

The Brief Profile of Ms. Rajul Visaria Dhimant in terms of Regulation 36(3)(a) of the Listing Regulations and 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is provided as '*Annexure -D*'.

Except Ms. Rajul Visaria Dhimant, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.



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ITEM NO. 5:

In terms of provisions of section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company shall recommend to the Board of the Directors, the appointment/reappointment of a Director. Also, in terms of provisions of section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report.

Accordingly, the Company has received the consent from Mr. Rushiraj Zaver Bhai Patel to act as the Director in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act and also in compliance with the 'fit and proper' criteria prescribed under Companies Act, 2013 and SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015.

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mr. Rushiraj Zaver Bhai Patel during his tenure as an Independent Director since his appointment, the Nomination and Remuneration Committee at its meeting held on July 28, 2023 has considered, approved and recommended the re-appointment of Mr. Rushiraj Zaver Bhai Patel as an Independent Directors for a second term of five years with effect from January 05, 2023 up to January 04, 2028 to the Board of Directors for their approval. The Board of Directors at its meeting held on July 28, 2023 has approved the proposal for re-appointment as an Independent Director for a second term of five consecutive years with effect from January 05, 2023.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the Item no. 5 of the notice.

The Brief Profile of Mr. Rushiraj Zaver Bhai Patel in terms of Regulation 36(3)(a) of the Listing Regulations and 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is provided as '*Annexure -E*'

Except Mr. Rushiraj Zaver Bhai Patel, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.



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Brief Resume of Directors being appointed (in pursuance of Regulation 36(3)(a) of the Listing Regulations) and information as per 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Directors seeking appointment:

Annexure-A

Name of the Director	Mayur Jitendra Thakar
Director Identification Number	08156395
Category	Independent Director
Date of Birth	22/07/1974
Nationality	Indian
Date of First Appointment on the Board	June 01, 2023
Relationship with Directors	None
Qualification	Masters of Business Administration in Finance
Experience/ Expertise in specific functional area	Has experience of more than 30 years in the field of Accounts and Finance.
Details of Board Meetings attended by the Director during the year	1
Terms and Conditions of Appointment along with remuneration	Mr. Mayur Jitendra Thakar will serve for the period commencing June 01, 2023 to May 31, 2028. No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and /or committees, if any, within the limits prescribed by the Companies Act, 2013.
Remuneration last drawn	Nil
List of Directorships held in other Companies	1. Elegant Floriculture & Agrotech (India) Limited
Membership/Chairmanship of Committees across other Companies	None
Number of shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	His varied experience, will help in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments.



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Annexure-B

Name of the Director	Ruhini Kumar Chakraborty
Director Identification Number	08124270
Category	Independent Director
Date of Birth	01/04/1956
Nationality	Indian
Date of First Appointment on the Board	June 01, 2023
Relationship with Directors	None
Qualification	B. Com Graduate
Experience/ Expertise in specific functional area	Mr. Ruhini Kumar Chakraborty has a working experience of 20+ years in the field of broking.
Details of Board Meetings attended by the Director during the year	1
Terms and Conditions of Appointment along with remuneration	Mr. Ruhini Kumar Chakraborty will serve for the period commencing June 01, 2023 to May 31, 2028. No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and /or committees, if any, within the limits prescribed by the Companies Act, 2013.
Remuneration last drawn	Nil
List of Directorships held in other Companies	None
Membership/Chairmanship of Committees across other Companies	None
Number of shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Assisting in Strategic Advisory and Risk management.



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Annexure-C

Name of the Director	Mahendra Kumar Jain
Director Identification Number	09765526
Category	Executive Director
Date of Birth	12/12/1957
Nationality	Indian
Date of First Appointment on the Board	October 14, 2022
Relationship with Directors	None
Qualification	B.com Graduate
Experience/ Expertise in specific functional area	Mr. Mahendra Kumar Jain is having more than 30 years of experience in the Plastic Industry
Details of Board Meetings attended by the Director during the year	5
Terms and Conditions of Appointment along with remuneration	As per the Resolution and Explanatory Statement.
Remuneration last drawn	Rs. 1,50,000
List of Directorships held in other Companies	None
Membership/Chairmanship of Committees across other Companies	1. Stakeholders Relationship Committee
Number of shares held in the Company	Nil



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Annexure-D

Name of the Director	Ms. Rajul Visaria Dhimant
Director Identification Number	07038456
Category	Independent Director
Date of Birth	18/05/1981
Nationality	Indian
Date of First Appointment on the Board	February 02, 2018
Relationship with Directors	None
Qualification	Masters in Commerce, Diploma in Computers- NIIT
Experience/ Expertise in specific functional area	She has an experience of more than 5 years in the field Commerce.
Details of Board Meetings attended by the Director during the year	12
Terms and Conditions of Appointment along with remuneration	Ms. Rajul Visaria Dhimant will serve for a second term of five (5) consecutive years commencing from January 05, 2023 till January 04, 2028. No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and /or committees, if any, within the limits prescribed by the Companies Act, 2013.
Remuneration last drawn	Nil
List of Directorships held in other Companies	None
Membership/Chairmanship of Committees across other Companies	None
Number of shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Assisting in Strategic Advisory, Risk management and bring in objective view.
Justification for choosing the appointee for Re-appointment as Independent Director	Assisting in Strategic Advisory and Risk management.



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Annexure-E

Name of the Director	Mr. Rushiraj ZaverBhai Patel
Director Identification Number	08017580
Category	Independent Director
Date of Birth	22/04/1989
Nationality	Indian
Date of First Appointment on the Board	February 02, 2018
Relationship with Directors	None
Qualification	Post Graduation from IIM Ahmedabad
Experience/ Expertise in specific functional area	He has more than 11 years of experience as a business consultant in scaling MSME businesses across 20+ verticals.
Details of Board Meetings attended by the Director during the year	12
Terms and Conditions of Appointment along with remuneration	Mr. Rushiraj ZaverBhai Patel will serve for a second term of five (5) consecutive years commencing from January 05, 2023 till January 04, 2028. No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and /or committees, if any, within the limits prescribed by the Companies Act, 2013.
Remuneration last drawn	Nil
List of Directorships held in other Companies	None
Membership/Chairmanship of Committees across other Companies	None
Number of shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Her varied experience, will help in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments.
Justification for choosing the appointee for Re-appointment as Independent Director	Her varied experience and expertise, will help in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments.



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Registered

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Office:

**By order of the Board of Directors
For KSHITIJ POLYLINE LIMITED**

Sd/-
Bharat Hemraj Gala
Managing Director
DIN: 01994342

Date: July 29, 2023
Place: Mumbai