

September 8, 2025

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001  
**BSE Scrip Code: 544448**

To,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra - Kurla Complex, Bandra (East), Mumbai 400 051  
**NSE Symbol: PASHUPATI**

**Sub.: Notice of 8<sup>th</sup> Annual General Meeting of the Company for the Financial Year 2024-25.**

**Dear Sir / Madam,**

This is to inform that the 8<sup>th</sup> Annual General Meeting ("AGM") of the Company will be held on Tuesday, 30<sup>th</sup> September 2025 at 4:00 p.m. IST at the registered office of the company at Land Survey No. 919/1, 919/2, Balasar, Kadi Detroj Road, Kadi, Mahesana – 382715, Gujarat, India.

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the Notice of the 8<sup>th</sup> AGM along with the Explanatory Statement and relevant annexures for the financial year 2024-25. The said Notice is being sent through electronic mode to all Members whose e-mail addresses are registered with the Depositories / Company / Registrar and Transfer Agent. Pursuant to Regulation 36(1)(b) of the Listing Regulations, the Members who's E-mail ID are not registered, a letter containing a web link for accessing the Notice of AGM and the Annual Report for FY 2024-25 has been sent to those Members who have not registered their e-mail addresses.

This is for your information and records.

Yours faithfully,  
**For, Pashupati Cotspin Limited**

**Saurin Jagdishbhai Parikh**  
**Managing Director**  
**DIN: 02136530**

**Encl: As above**

# NOTICE OF 8<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **8<sup>th</sup> (Eighth) Annual General Meeting** of the Shareholders of **PASHUPATI COTSPIN LIMITED** will be held on **Tuesday, 30<sup>th</sup> September 2025 at 4:00 p.m. IST** at registered office of the company at Land Survey No. 919/1, 919/2, Balasar, Kadi Detroj Road, Kadi, Mahesana – 382715, Gujarat, India, to transact the following business:

## ORDINARY BUSINESS:

1. To receive, consider and adopt
  - the Standalone audited Financial Statement of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon;
  - the Consolidated audited Financial Statement of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon;
2. To appoint a director in place of Mr. Saurin Jagdish Bhai Parikh (DIN: 02136530) who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare Final Dividend of Rs. 0.50 (Fifty Paise Only) (5.00%) per equity share for the Financial Year ended March 31, 2025, as recommended by the Board of Directors.

## SPECIAL BUSINESS:

### 4. TO RATIFICATION OF REMUNERATION OF COST AUDITOR OF THE COMPANY.

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs.45,000 (Rupees forty five thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the audit, payable to M/s Ashish Bhavsar & Associates, Cost Accountants, Ahmedabad, appointed by the Board to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2026, be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the Board of Directors or any committee thereof be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to the aforesaid resolution.”

### 5. TO APPROVE THE APPOINTMENT OF M/S. SJV & ASSOCIATES, COMPANY SECRETARIES (C.P. NO.: 10836) AS SECRETARIAL AUDITOR OF THE COMPANY FOR A FIRST TERM OF FIVE YEARS

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

**“RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), other applicable laws/ statutory provisions, if any, as amended from time to time, M/s. SJV & Associates, Company Secretaries (C.P. No.: 10836) be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

**RESOLVED FURTHER THAT** the Board of Directors or any committee thereof be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to the aforesaid resolution.”

### 6. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH PASHUPATI COTTON INDUSTRIES FOR THE FY 2025-26

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

**“RESOLVED THAT** pursuant to the provision of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with existing contracts/ arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with Pashupati Cotton Industries, an associate of the Company, during the financial year 2025-26, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as may be deemed necessary or expedient, with the power to alter and vary the terms and

conditions of such contracts/arrangements/transactions, and to settle all questions, difficulties or doubts that may arise in this regard.”

**7. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH PASHUPATI COTYARN LLP FOR THE FY 2025-26**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with Pashupati Cotyarn LLP, a subsidiary of the Company, during the financial year 2025-26, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

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

**8. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH PASHUPATI TEXSPIN EXPORT LLP FOR THE FY 2025-26**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with

existing contracts/arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with Pashupati Texspin Export LLP, an associate of the Company, during the financial year 2025-26, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

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

**9. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH PASHUPATI COTTON INDUSTRIES FOR THE FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with Pashupati Cotton Industries, an associate of the Company, during the financial year 2026-27, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

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

**10. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH PASHUPATI COTYARN LLP FOR THE FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with Pashupati Cotyarn LLP, a subsidiary of the Company, during the financial year 2026-27, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

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

**11. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH PASHUPATI TEXSPIN EXPORT LLP FOR THE FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with Pashupati Texspin Export LLP, an associate of the Company, during the financial year 2026-27,

as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

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

**12. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH R V ENTERPRISE FOR THE FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions or modification(s) thereof, or as fresh and independent transaction(s) (whether individually or in aggregate), with R V Enterprise, an associate of the Company, during the financial year 2026-27, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of such transaction(s) may exceed the prescribed thresholds as provided under the SEBI Listing Regulations, subject to the condition that the said contract(s)/arrangement(s)/transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business of the Company.

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

**13. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE PASHUPATI COTYARN LLP SUBSIDIARY OF THE COMPANY WITH PASHUPATI TEXSPIN EXPORT LLP DURING THE FINANCIAL YEAR 2026-27**

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

**"RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions or modification(s) of earlier arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), by Pashupati Cotyarn LLP subsidiary of the Company with Pashupati Texspin Export LLP,

a related party of the Company, during the financial year 2026-27 as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s) may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/arrangement(s)/transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business.

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

By Order of the Board of Directors  
For, **PASHUPATI COTSPIN LIMITED**

Place: Ahmedabad  
Date: 30/08/2025

**Sd/-**  
**Saurin Jagdish Bhai Parikh**  
Chairman & Managing Director  
DIN: 02136530



## NOTES

1. A statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") relating to the Special Business to be transacted at the Annual General Meeting ("AGM"/"Meeting") is annexed hereto.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of Members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for another person or Member. The proxy holder shall prove his identity at the time of attending the Meeting.

3. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
4. In terms of the provisions of Section 152 of the Act, Mr. Saurin Jagdish Bhai Parikh, retires by rotation as Director at this Meeting. Mr. Saurin Jagdish Bhai Parikh and his relatives shall be deemed to be interested to the extent of their shareholding in the Ordinary Resolution set out at Item No.2 of the Notice with regard to his re-appointment. Save and except above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in anyway, concerned or interested, financially or otherwise, in the Ordinary Business set out at Item No. 2 of the Notice.
5. A detailed profile of Mr. Saurin Jagdish Bhai Parikh along with additional information required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Secretarial Standard on General Meetings is provided separately by way of an Annexure to Notice.
6. In compliance with the Ministry of Corporate Affairs ("MCA") Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/Depository Participants (DPs). Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at [www.pashupaticotspin.com](http://www.pashupaticotspin.com). The Notice can also be accessed from websites of the Stock Exchanges i.e., National Stock Exchange of India Limited and BSE Limited at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com) respectively. The AGM Notice is also available on the website of NSDL (agency for providing the Remote E-voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. For receiving all communication (including Annual Report) from the Company electronically:

- I. Members holding the shares in dematerialized mode are requested to register/ update their e-mail address with the relevant Depository Participant.
8. Institutional/ Corporate Members (i.e. other than Individuals, HUFs, NRIs, etc.) intending to send their authorized representative(s) to attend the Meeting are required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney/Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s) at [csjankishah@gmail.com](mailto:csjankishah@gmail.com) in with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Such authorization shall contain necessary authority in favor of its authorized representative(s).
9. Members / Proxies / Authorized Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copy(ies) of Annual Report.
10. In case of joint holders, the Member whose name appears as first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members of the Company under the category of 'Institutional Investors' are encouraged to attend and vote at the AGM.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and other documents as referred in the Notice are available for inspection by the Members at the Registered Office of the Company during business hours on all working days except Saturdays, Sundays and National Holidays up to the date of the AGM.
13. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date i.e. Tuesday 23<sup>rd</sup> September, 2025 only shall be entitled to avail the facility of remote e-voting. A person, who is not a member as on the Cut-off Date, should treat the Notice for information purpose only.
14. MCA has notified provisions relating to unpaid /unclaimed dividend under Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"). As per these Rules, dividends which are not encashed / claimed by the Member for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund ("IEPF") Authority. The IEPF Rules also mandate the companies to transfer the shares of Members whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority.
15. Members are requested to address all correspondences, including shareholding related documents and dividend matters to the Company's RTA.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch

details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form, and to the RTA in case the shares are held in physical form.

To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

17. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. The members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nominating form by quoting their folio number.
18. Non-Resident Indian Members are requested to inform the Company / Link Intime respective DPs (if shareholding is in demat mode), immediately of:
  - I. Change in their residential status on return to India for permanent settlement; and
  - II. Particulars of their bank account maintained in India with account type, account number, name and address of the bank with pin code number, if not furnished earlier.
19. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 23<sup>rd</sup> September 2025 by sending e-mail on [cs@pashupaticotspin.com](mailto:cs@pashupaticotspin.com). The same will be replied by the Company suitably.

## 20. (A) PROCEDURE FOR REMOTE E-VOTING:

- I. Pursuant to the provisions of Section 108 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 44 of Listing Regulations, as amended, read with circular dated 9<sup>th</sup> December, 2020 of SEBI on e-voting Facility provided by Listed Entities, the Company is providing e-voting facility of National Securities Depository Limited ("NSDL") to its Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means ("remote e-voting").
- II. The remote e-voting facility will be available during the following period:
  - **Commencement of e-voting:** 09:00 a.m. (IST) on Saturday, 27<sup>th</sup> September 2025

- **End of e-voting:** 05:00 p.m. (IST) on Monday, 29<sup>th</sup> September 2025

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period.

The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 23<sup>rd</sup> September 2025.

- III. The Board of Directors has appointed CS Janki Shah, Company Secretary in Practice, (Membership No. FCS: 13510 and COP: 10836) to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.
- IV. The manner of voting by Individual Members holding shares of the Company in demat mode, Members other than individuals holding shares of the Company in demat mode, and Members who have not registered their e-mail address, is explained in the instructions given herein below.

## (B) INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:

### 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 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"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under <b>'IDeAS'</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="border: 1px solid black; padding: 10px; margin-top: 10px;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

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

**B) Login Method for e-Voting 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 136538 then user ID is 136538001***

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

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
  - 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'.
  - 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:

- Click on **"Forgot User Details/Password?"** (If you are holding shares in

your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  - Now, you will have to click on "Login" button.
  - 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?

- 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 is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.
- 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 [csjankishah@gmail.com](mailto:csjankishah@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Matre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [mumbai@in.mpms.mufig.com](mailto:mumbai@in.mpms.mufig.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 RTA at [mumbai@in.mpms.mufig.com](mailto:mumbai@in.mpms.mufig.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
21. The facility for ballot / polling paper shall be made available at the AGM and the Members attending AGM who have not cast their vote by remote e-voting shall be able to vote at the AGM through ballot / polling paper.
22. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
23. Any person, who acquires the shares of the Company and becomes Member of the Company after dispatch of the Notice and holding the shares as of the cut-off date i.e. Tuesday 23rd September, 2025 may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
24. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
25. The Scrutinizer shall after the conclusion of voting at the AGM, first scrutinize the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make and submit, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized in writing, who shall countersign the same and declare the result of the voting forthwith.
26. The Results of voting shall be declared within two working days of the conclusion of the AGM of the Company and subject to receipt of requisite number of votes, the Resolutions proposed in this Notice shall be deemed to have been passed on the date of the Meeting, i.e., 30<sup>th</sup> September 2025.

27. The Results declared along with the consolidated scrutinizer's report will be available on Company's website at [www.pashupaticotspin.com](http://www.pashupaticotspin.com). The results shall simultaneously be communicated to National Stock Exchange of India Limited and BSE Limited.
28. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 24<sup>th</sup> September 2025 to Tuesday, 30<sup>th</sup> September 2025 (both days inclusive) For the purpose of determining the shareholders eligible for dividend, if any, declared by the shareholders of the Company at the Annual General Meeting and for the purpose of 08<sup>th</sup> Annual General Meeting.
29. The Final Dividend, subject to approval of Members at the Annual General Meeting on 30<sup>th</sup> September, 2025, will be paid to the Members whose names appear in the Register of Members, as on the date of Book Closure/Record Date of the Company and for that the Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 24<sup>th</sup> September 2025 to Tuesday, 30<sup>th</sup> September 2025 (both days inclusive).

By Order of the Board of Directors  
For, **PASHUPATI COTSPIN LIMITED**

**Sd/-**  
**Saurin Jagdish Bhai Parikh**  
Chairman & Managing Director  
DIN: 02136530

Place: Ahmedabad  
Date: 30/08/2025

## CONTACT DETAILS

**Company:** Pashupati Cotspin Limited

**Registered Office:** Land Survey No. 919/1, 919/2, Balasar, Kadi Detroj Road, Kadi, Mahesana – 382715, Gujarat, India

**Corporate Office:** D - 707, Ganesh Meridian, Opp. Gujarat High Court, S.G. Highway, Ahmedabad – 380060, Gujarat, India

**Phone:** +91 9099977560

**CIN:** L17309GJ2017PLC098117

**E-mail:** [cs@pashupaticotspin.com](mailto:cs@pashupaticotspin.com)

**Website:** [www.pashupaticotspin.com](http://www.pashupaticotspin.com)

**Registrar and Transfer Agent:** MUFG Intime India Private Limited (formerly Link Intime India Private Limited)

**Regd. Office:** C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai – 400083

**E-mail:** [mumbai@in.mpms.muvg.com](mailto:mumbai@in.mpms.muvg.com)

**Tele No.:** 022 - 4918 6000

**Website:** [www.in.mpms.muvg.com](http://www.in.mpms.muvg.com)

**SEBI Registration Number:** INR000004058

**E-Voting Agency:** National Securities Depository Limited (NSDL)

**E-mail:** [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Phone:** 022 - 4886 7000

**Scrutinizer:** CS Janki Shah, Practicing Company Secretary (FCS: 13510 and COP: 10836)

**E-mail:** [csjankishah@gmail.com](mailto:csjankishah@gmail.com)

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

## Item No. 4

The Board, at its meeting held on 20<sup>th</sup> May, 2025, based on recommendation of the Audit Committee, has unanimously approved the appointment and remuneration of M/s Ashish Bhavsar & Associates, Cost Accountants, Ahmedabad as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2026 at a remuneration of Rs.45,000 (Rupees forty five thousand only) plus applicable taxes and out of pocket expenses.

In accordance with the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2026.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested (financially or otherwise) in the above resolution.

The Board of Directors recommends the Ordinary Resolution set out in Item No. 4 for approval by the Members.

## Item No. 5

The Board at its meeting held on 30<sup>th</sup> August, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has unanimously approved the appointment of M/s. SJV & Associates, Company Secretaries, a peer reviewed sole proprietorship firm (C.P. No.: 10836) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated 12<sup>th</sup> December, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

M/s. SJV & Associates, a sole proprietorship firm is set up by Ms. Janki Shah who is a Fellow Member of the Institute of Company Secretaries of India having overall experience of more than 10 years. She is Peer Reviewed Company Secretary (Peer Review No.: 1282/2021).

M/s. SJV & Associates, Practising Company Secretaries having experience in the field of Corporate and other allied laws. The firm is based in Ahmedabad have knowledge and experience in providing advisory services and undertaking secretarial audit for listed and other entities. The focus areas of services of the firm include advisory services on corporate and allied laws, listing compliances, MCA, SEBI etc.

M/s. SJV & Associates, has confirmed that the sole proprietorship firm is

not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by M/s. SJV & Associates as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/ CFD/CFD-PoD-2/CIR/P/2024/185 dated 31<sup>st</sup> December, 2024.

The proposed fees in connection with the secretarial audit shall be ₹40,000/- (Rupees Forty thousands only) plus applicable taxes and other out-of-pocket expenses for FY 2026, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s. SJV & Associates.

In addition to the secretarial audit, M/s. SJV & Associates shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 5 of this Notice.

The Board recommends the Ordinary Resolution as set out in Item No. 5 of this Notice for approval of the Members.

## Item No. 6 to 8:

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2025-26, the Company and few of its subsidiary(ies), propose to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company and the subsidiaries mentioned below. All the said transactions shall be in the ordinary course of business and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the



said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business and are in accordance with the Related Party Policy of the Company.

The Board of Directors recommend the said resolutions, as set out in item no. 6 to 8 of this Notice, for your approval. The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve the said resolutions.

The details as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are given annexure to this Notice.

Mr. Saurin Jagdish Bhai Parikh, Mr. Tushar Rameshchandra Trivedi and Mr. Dakshesh Jayantilal Patel and their relatives are deemed to be concerned or interested in these resolutions.

None of the other Directors, Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested, financially or otherwise, in the proposed resolutions, as set out in Item nos. 6 to 8 of this Notice.

SR. NO.	PARTICULARS	Resolution Nos.		
		6	7	8
1.	Name of the Related Party	Pashupati Cotton Industries	Pashupati Cotyarn LLP	Pashupati Texspin Export LLP
2.	Type of transaction	Sale and Purchase	Sale	Sale
3.	Material terms and particulars of the transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s). Where market price is not available, alternative method including reimbursement of actual cost incurred or cost-plus mark-up as applicable and as determined by an independent consulting firm will be considered.		
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Saurin Parikh, Managing Director of the Company, and Mr. Dakshesh Patel, Non-Executive Director of the Company, are partners in the said firm	The Limited Liability Partnership ("LLP") is a subsidiary of the Company. Further, Mr. Saurin Parikh, Managing Director of the Company, and M/s. Pashupati Cotspin Limited, acting through its Whole-time Director, Mr. Tushar Trivedi, are also partners / designated partners in the said LLP.	Mr. Saurin Parikh, Managing Director, Mr. Dakshesh Patel, Non-Executive Director, Mr. Tushar Trivedi, Whole-time Director, and M/s. Pashupati Cotspin Limited through its Authorised Representative, Mr. Mitesh Parikh, are also Partners in the said LLP. Further, Mr. Saurin Parikh and Mr. Tushar Trivedi are Partners as well as Designated Partners in the said LLP. Additionally, relatives of Mr. Saurin Parikh, Managing Director, Mr. Dakshesh Patel, Non-Executive Director and Mr. Tushar Trivedi, Whole-time Director are also Partners in the said LLP.
5.	Tenure of the transaction	During the financial year 2025-26.		
6.	Value of the transaction (not to exceed)	Rs. 150 Cr for each transaction	Rs. 200 Cr for each transaction	Rs. 200 Cr for each transaction
7.	Value of RPT as % of Company's audited consolidated annual turnover of Rs. 637.49 crore for the financial year 2024-25	Approx 23.52% for each transaction	Approx 31.40% for each transaction	Approx 31.40% for each transaction
	Value of RPT as % of related party's audited consolidated annual turnover of for the financial year 2024-25	Sale: Rs. 43.14 Cr, approx. 6.76% Purchase: 39.59 Cr, approx. 6.20%	NIL	Sale: Rs. 134.39 Cr, approx. 21.08%

8.	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary:			
	I. Details of financial indebtedness Incurred	None	None	None
	II. Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	None	None	None
	III. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	None	None	None
9.	Justification as to why the RPT is in the interest of the Company.	<p>The ongoing related party transactions:</p> <ol style="list-style-type: none"> <li>Will ensure uninterrupted supply of quality goods/material by the Company, catering to the specific requirements of customers based on their evaluation of the raw material;</li> <li>Are in the best interest of the Company as they provide cost-effectiveness, proximity to raw material sources, assured quality, and meet just-in-time sourcing requirements.</li> </ol> <p>Overall, the ongoing transactions are expected to support and aid the growth of the Company's business.</p>		
10.	Copy of the valuation or other external party report, if any such report has been relied upon.	Not Applicable		
11.	Any other information relevant or important for the members to take a decision on the transaction.	None		

#### Item No. 9 to 12:

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2026-27, the Company and few of its subsidiary(ies), propose to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company and the subsidiaries mentioned below. All the said transactions shall be in the ordinary course of business and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business and are in accordance with the Related Party Policy of the Company.

The Board of Directors recommend the said resolutions, as set out in item no. 9 to 12 of this Notice, for your approval. The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve the said resolutions.

Mr. Saurin Jagdish Bhai Parikh, Mr. Tushar Rameshchandra Trivedi and Mr. Dakshesh Jayantilal Patel and their relatives are deemed to be concerned or interested in these resolutions.

None of the other Directors, Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested, financially or otherwise, in the proposed resolutions, as set out in Item nos. 9 to 12 of this Notice.

The details as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are given annexure to this Notice.

SR. NO.	PARTICULARS	Resolution Nos.			
		9	10	11	12
1.	Name of the Related Party	Pashupati Cotton Industries	Pashupati Cotyarn LLP	Pashupati Texspin Export LLP	RV Enterprise
2.	Type of transaction	Sale and Purchase	Sale and Purchase	Sale	Sale and Purchase
3.	Material terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s). Where market price is not available, alternative method including reimbursement of actual cost incurred or cost-plus mark-up as applicable and as determined by an independent consulting firm will be considered.			
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Saurin Parikh, Managing Director of the Company, and Mr. Dakshesh Patel, Non-Executive Director of the Company, are partners in the said firm	The Limited Liability Partnership ("LLP") is a subsidiary of the Company. Further, Mr. Saurin Parikh, Managing Director of the Company, and M/s. Pashupati Cotspin Limited, acting through its Whole-time Director, Mr. Tushar Trivedi, are also partners / designated partners in the said LLP.	Mr. Saurin Parikh, Managing Director, Mr. Dakshesh Patel, Non-Executive Director, Mr. Tushar Trivedi, Whole-time Director, and M/s. Pashupati Cotspin Limited through its Authorised Representative, Mr. Mitesh Parikh, are also Partners in the said LLP. Further, Mr. Saurin Parikh and Mr. Tushar Trivedi are Partners as well as Designated Partners in the said LLP. Additionally, relatives of Mr. Saurin Parikh, Managing Director, Mr. Dakshesh Patel, Non-Executive Director and Mr. Tushar Trivedi, Whole-time Director are also Partners in the said LLP.	The Proprietor of the Firm is a relative of Mr. Saurin Jagdishbhai Parikh, Managing Director of the Company.
5.	Tenure of the Proposed transaction	During the financial year 2026-27.			
6.	Value of the proposed transaction (not to exceed)	Rs. 150 Cr for each transaction	Rs. 200 Cr for each transaction	Rs. 200 Cr for each transaction	Rs. 200 Cr for each transaction
7.	Value of RPT as % of Company's audited consolidated annual turnover of Rs. 637.49 crore for the financial year 2024-25	Approx 23.52% for each transaction	Approx 31.40% for each transaction	Approx 31.40% for each transaction	Approx 31.40% for each transaction
	Value of RPT as % of related party's audited consolidated annual turnover of for the financial year 2024-25	Sale: Rs. 43.14 Cr, approx. 6.76% Purchase: 39.59 Cr, approx. 6.20%	NIL	Sale: Rs. 134.39 Cr, approx. 21.08%	Sale: Rs. 30.77 Cr, approx. 7.82% Purchase: 123.14 Cr, approx. 19.31%
8.	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary:				
	I. Details of financial indebtedness Incurred	None	None	None	None

SR. NO.	PARTICULARS	Resolution Nos.			
		9	10	11	12
	II. Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	None	None	None	None
	III. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	None	None	None	None
9.	Justification as to why the RPT is in the interest of the Company.	<p>The proposed related party transactions:</p> <ol style="list-style-type: none"> <li>Will ensure uninterrupted supply of quality goods/material by the Company, catering to the specific requirements of customers based on their evaluation of the raw material;</li> <li>Are in the best interest of the Company as they provide cost-effectiveness, proximity to raw material sources, assured quality, and meet just-in-time sourcing requirements.</li> </ol> <p>Overall, the proposed transactions are expected to support and aid the growth of the Company's business.</p>			
10.	Copy of the valuation or other external party report, if any such report has been relied upon.	Not Applicable			
11.	Any other information relevant or important for the members to take a decision on the proposed transaction.	None			

#### Item No. 13:

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2026-27, the Company and few of its subsidiary(ies), propose to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company and the subsidiaries mentioned below. All the said transactions shall be in the ordinary course of business and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business and are in accordance with the Related Party Policy of the Company.

The Board of Directors recommend the said resolutions, as set out in item no. 13 of this Notice, for your approval. The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve the said resolutions.

Mr. Saurin Jagdish Bhai Parikh, Mr. Tushar Rameshchandra Trivedi and Mr. Dakshesh Jayantilal Patel and their relatives are deemed to be concerned or interested in these resolutions. None of the other Directors, Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested, financially or otherwise, in the proposed resolutions, as set out in Item no. 13 of this Notice.

The details as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are given annexure to this Notice.

SR. NO.	PARTICULARS	Resolution No 13
1.	Name of subsidiary which propose to enter into RPT	Pashupati Cotyarn LLP
	Name of the Related Party with whom the transaction is proposed to be entered	Pashupati Texspin Export LLP
2.	Type of transaction	Sale and Purchase
3.	Material terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s). Where market price is not available, alternative method including reimbursement of actual cost incurred or cost-plus mark-up as applicable and as determined by an independent consulting firm will be considered.
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Saurin Parikh, Managing Director, Mr. Dakshesh Patel, Non-Executive Director, Mr. Tushar Trivedi, Whole-time Director, and M/s. Pashupati Cotspin Limited through its Authorised Representative, Mr. Mitesh Parikh, are also Partners in the said LLP. Further, Mr. Saurin Parikh and Mr. Tushar Trivedi are Partners as well as Designated Partners in the said LLP. Additionally, relatives of Mr. Saurin Parikh, Managing Director, Mr. Dakshesh Patel, Non-Executive Director and Mr. Tushar Trivedi, Whole-time Director are also Partners in the said LLP.
5.	Tenure of the Proposed Transaction	During the financial year 2026-27.
6.	Value of the proposed transaction (not to exceed)	Rs. 100 Cr for each transaction
7.	Value of RPT as % of Company's audited consolidated annual turnover of Rs. 637.49 crore for the financial year 2024-25	Approx 15.68% for each transaction
	Value of RPT as % of related party's audited consolidated annual turnover of for the financial year 2024-25	NIL
8.	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
	I. Details of financial indebtedness Incurred	None
	II. Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	None
	III. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	None
9.	Justification as to why the RPT is in the interest of the Company.	<p>The proposed related party transactions:</p> <ol style="list-style-type: none"> <li>Will ensure uninterrupted supply of quality goods/material by the Company, catering to the specific requirements of customers based on their evaluation of the raw material;</li> <li>Are in the best interest of the Company as they provide cost-effectiveness, proximity to raw material sources, assured quality, and meet just-in-time sourcing requirements.</li> </ol> <p>Overall, the proposed transactions are expected to support and aid the growth of the Company's business.</p>

SR. NO.	PARTICULARS	Resolution No 13
10.	Copy of the valuation or other external party report, if any such report has been relied upon.	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed transaction.	None

By Order of the Board of Directors  
For, **PASHUPATI COTSPIN LIMITED**

Sd/-  
**Saurin Jagdish Bhai Parikh**  
Chairman & Managing Director  
DIN: 02136530

Place: Ahmedabad  
Date: 30/08/2025



## ANNEXURE TO THE NOTICE

Details of Directors seeking appointment / re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings.

<b>Name of Director and DIN</b>	Mr. Saurin Jagdish Bhai Parikh (DIN: 02136530)		
<b>Age / Date of Birth</b>	54 Years / September 28, 1971		
<b>Nationality</b>	Indian		
<b>No. of shares held including shareholding as beneficial owner</b>	23,33,000 equity shares		
<b>Qualification</b>	Bachelor of Engineering from the Gujarat University		
<b>Brief profile and nature of expertise in specific functional areas</b>	Mr. Saurin Jagdish Bhai Parikh aged 54 years, is Chairman and Managing Director and also the Promoter of our Company. He holds a degree of Bachelor of Engineering from the Gujarat University. He was appointed on the Board on July 3 <sup>rd</sup> , 2017 and further designated as the Chairman and Managing Director of the Company on July 18 <sup>th</sup> , 2017 for a period of 5 years. He is actively engaged in managing the company since his appointed as Director. He was the designated partner in Pashupati Cotspin LLP since incorporation and was actively involved in the affairs of the LLP prior to the conversion. He has more than 32 years of experience in the field of manufacturing and export of cotton trade like raw cotton, yarn and its by-products. He has been instrumental in taking major policy decision of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.		
<b>Date of first appointment on the Board</b>	July 3, 2017		
<b>Terms and conditions of appointment</b>	In terms of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Saurin Jagdish Bhai Parikh, who retires by rotation, is proposed to be re-appointed as a Director of the Company, liable to retire by rotation.		
<b>Remuneration last drawn (FY 2024-25) (per annum)</b>	NIL		
<b>Relationship with other Directors, Manager and none other Key Managerial Personnel of the Company</b>	NIL		
<b>Other Directorship</b>	<ol style="list-style-type: none"> <li>1. Uniza Lifecare Private Limited</li> <li>2. Uniza Speciality Private Limited</li> <li>3. Spinners Association (Gujarat)</li> <li>4. Pashupati Healthcare Foundation</li> <li>5. Vibrant Industrial Park Limited</li> <li>6. S Raja Export Private Limited</li> <li>7. Lincoln Pharmaceuticals Ltd</li> </ol>		
<b>Chairmanship/ Membership of the Committees of other Companies in which position of Director is held*</b>	<b>Name of the Company</b>	<b>Committee</b>	<b>Chairman/Member</b>
	Lincoln Pharmaceuticals Ltd	Audit Committee	Member
		Nomination and Remuneration committee	Member
<b>Resignations, if any, from listed entities (in India) in past three years</b>	NIL		
<b>Details of Board/ Committee Meetings attended during the year</b>	The details of his attendance are given in the Corporate Governance Report, which forms a part of this Annual Report.		

\*Considered public limited entities only.

By Order of the Board of Directors  
For, **PASHUPATI COTSPIN LIMITED**

Sd/-

**Saurin Jagdish Bhai Parikh**  
Chairman & Managing Director  
DIN: 02136530

Place: Ahmedabad  
Date: 30/08/2025