



Date: 27th November 2024

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| The General Manager Capital Market (Listing) National Stock Exchange of India Ltd. Exchange Plaza, BKC Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 Symbol: RUBYMILLS | Dy. General Manager Marketing Operations (Listing) The BSE P. J. Towers, 25 th Floor, Dalal Street, Fort, Mumbai-400 001 Code: 503169 |
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Dear Sir/Madam,

Sub: Corrigendum to the Postal Ballot Notice of The Ruby Mills Limited circulated to shareholders on October 28, 2024.

Ref: - Intimation dated September 20, 2024, for Postal Ballot Notice

Dear Sir / Madam,

This is in continuation to the Notice of Postal Ballot of the Company dated September 20, 2024, which has been emailed to all the shareholders of the Company on October 28, 2024. A Corrigendum has been issued today to inform all the Shareholders to whom the Notice of Postal Ballot has been sent regarding changes in the Notice and Explanatory Statement.

A copy of detailed corrigendum is enclosed herewith, except as detailed in the attached corrigendum all other items of the Postal Ballot Notice along with Explanatory Statement dated September 20, 2024, shall remain unchanged. This Corrigendum will also be available on the Website of the Company at www.rubymills.com . Please note that on and from the date hereof, the Postal Ballot Notice dated September 20, 2024, shall always be read collectively with this corrigendum.

Yours Faithfully

For THE RUBY MILLS LIMITED

Anuradha Tendulkar
Company Secretary and Compliance Officer



CORRIGENDUM TO THE POSTAL BALLOT NOTICE DATED SEPTEMBER 20, 2024

To,
The Shareholders of THE RUBY MILLS LIMITED

This is with reference to the Notice of Postal Ballot issued to the members The Ruby Mills Limited (“Company”) on September 20, 2024, and ongoing e-voting available from Tuesday, October 29, 2024, at 10:00 a.m. (IST) to Wednesday, November 27, 2024 at 5:00 p.m. (IST).

This corrigendum is being issued in continuation of the postal ballot notice dated September 20, 2024, to inform the members of the Company about alteration/rectification in Resolution No. 3 of the Notice and Item No.3 of the Explanatory Statement.

Changes to the Resolution and the resolution after rectification shall be read as following Explanatory Statement:

RESOLUTION NO. 3: - TO APPROVE THE PAYMENT OF COMMISSION TO NON-EXECUTIVE DIRECTORS OF THE COMPANY

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

RESOLVED THAT pursuant to Section 197, 198 read with the provisions of Section II of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such necessary approval(s), consent(s) or permission(s), as may be required, approval of the Members of the Company be and is hereby accorded to the payment and distribution of such sum by way of commission, not exceeding in aggregate, 1% per annum of the net profits of the Company to all Non-Executive Director(s) including Independent Directors of the Company in a financial year, as the Board of Directors (herein after referred as “Board” which term shall include any duly authorized committee thereof) may determine from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to decide the manner of payment and quantum of payment commission, and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient in order to give effect to the above resolution and for matters connected therewith or incidental thereto including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

THE RUBY MILLS LIMITED

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ITEM NO. 3 OF THE EXPLANATORY STATEMENT

Pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013, the Board at their Meeting held on September 20, 2024, had recommended a commission of up to 1% of Net Profit to non-executive director(s) of the Company (including independent directors) in a financial year, as the Board may determine from time to time.

Further Changes in the Annexure as follows:

On and from the date hereof, the Postal Ballot Notice shall always be read in conjunction along with this Addendum to Corrigendum dated November 27, 2024.

All other contents of the said notice and explanatory statement, save and except as amended/modified by this Corrigendum and shall remain unchanged.

For THE RUBY MILLS LIMITED

Anuradha Tendulkar
Company Secretary and Compliance Officer

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