



Anmol Industries Limited
CIN - U15412WB2009PLC139597
Crescent Tower, 3rd Floor, 229 A.J.C. Bose Road, Kolkata - 700020
Email: cs@anmolindustries.com | www.anmolindustries.com |

NOTICE

TO THE MEMBERS

NOTICE is hereby given that the 16th Annual General Meeting (AGM) of the Members of **Anmol Industries Limited** will be held on Thursday, the 18th day of September, 2025 at 11.30 A.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following businesses -

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon and to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 including the Audited Balance Sheet as at 31st March, 2025, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date, the Reports of Directors and Auditors thereon, as circulated to the Shareholders and now submitted to this Meeting be and are hereby approved and adopted.”

2. Re-appointment of Director retiring by rotation

To appoint a Director in place of Mr. Biswanath Choudhary (DIN-00331136) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment and to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** Mr. Biswanath Choudhary (DIN-00331136) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, has offered himself for re-appointment, be and is hereby reappointed as a Director of the Company, whose period of office shall be liable to determination by retirement of directors by rotation.”

3. Re-appointment of Director retiring by rotation

To appoint a Director in place of Mr. Dilip Kumar Choudhary (DIN- 00331211) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment and to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** Mr. Dilip Kumar Choudhary (DIN- 00331211) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, has offered himself for re-appointment, be and is hereby reappointed as a Director of the Company, whose period of office shall be liable to determination by retirement of directors by rotation.”

SPECIAL BUSINESS:

4. Approval for payment of Commission to the Independent Directors

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

“RESOLVED THAT pursuant to the provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 (Act), as amended from time to time, a sum not exceeding one percent per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act, be paid to and distributed amongst the Independent Directors of the Company or some or any of them (other than the Managing Director and Whole-time Directors) in such amounts or proportions and in such manner and in all respects as may be decided and directed by the Board of Directors from time to time.

RESOLVED FURTHER THAT the above remuneration shall be in addition to fees payable to the director(s) for attending the meetings of the Board or Committee(s) thereof and reimbursement of expenses for participation in the Board and other Committee meetings.”

**By Order of the Board
For Anmol Industries Limited**

**Sunita Shah
(Company Secretary)
(Membership no.: F8495)**

**Date : 19.06.2025
Address : 229, A.J.C Bose Road,
Crescent Tower, 3rd Floor, Unit No.3A, 3B, 3C & 3D
Kolkata - 700020**

NOTES

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circulars No. 14/2020 dated 8th April, 2020, and no. 09/2023 dated 25th September, 2023 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM'/'the Meeting') through VC/ OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act') and MCA Circulars, **the 16th AGM of the Company is being held through VC/OAVM on Thursday, 18th September, 2025 at 11.30 a.m.** The deemed venue for the AGM will be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act) with respect to item nos. 4 of the Notice is annexed hereto and forms part of this Notice.
3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. through e-mail to cs@anmolindustries.com before the commencement of the meeting, authorizing its representative to attend the AGM through VC / OAVM on its behalf and vote.

5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be made available for inspection through electronic mode.
7. The Register of Directors and Key Managerial Personnel and their shareholding as maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection through electronic mode during the AGM.
8. Members desirous of getting any information on the accounts or operations of the Company are requested to forward their queries to the Company at least seven working days prior to the meeting.
9. **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**
 - a) Member will be provided with a facility to attend the AGM through VC/OAVM through zoom app. Members may access the same by following the steps mentioned below:
 - i. The Members are requested to use the following Dial in details to join the meeting:
 - Click on the following link: <https://zoom.us/join>
 - Meeting ID and password is attached with this Notice for the participation by the members/participants.

Date : 18th September, 2025

Time : 11.30 AM

Join Zoom Meeting

LINK: <https://us06web.zoom.us/j/86161337453?pwd=tyJoEqEj3bNky6iJFPbUcVkcZGGPxV.1>

Meeting ID: 861 6133 7453

Passcode: 972640

- ii. For ease of participation of the Members, during the meeting, members may raise questions by raising hand during the meeting. The Members may also, before the meeting, submit the questions through e-mail to cs@anmolindustries.com
 - iii. On the date of the meeting, the Members, Directors, Key Managerial Personnel and all other persons authorized to attend the meeting, may avail facility of joining the AGM through VC/OAVM 30 minutes before the time scheduled for AGM.
 - iv. In case any member requires assistance for using the aforementioned Dial in before or during the meeting, you may call at 9830521066. Members may update their email Id by contacting Mrs. Sunita Shah, Company Secretary of the Company at cs@anmolindustries.com
 - v. In order to ensure the smooth participation, the Members, Directors, Key Managerial Personnel and all other persons authorized to attend the meeting are requested to ensure that the device used for attending the meeting through video conferencing has strong internet signal/ network. Members are encouraged to join the Meeting through Laptop for better experience. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that Participants Connecting from Mobile Devices or Tablet or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- b) Other instructions/ information:
- i. Members are requested to address all communications through their registered e-mail id only.
 - ii. In case of any doubts or clarification, the members are requested to contact Mrs. Sunita Shah, Company Secretary of the Company, through e-mail: cs@anmolindustries.com

10. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Item No 4 of the Notice is as under:

In respect of Item No. 4

In view of Sections 149, 197 and any other relevant provisions of the Companies Act, 2013 and taking into account the roles and responsibilities of the directors, it is proposed that the Independent Directors other than Managing Director and the Whole-time Director be paid remuneration not exceeding one percent per annum of the net profits of the Company computed in accordance with the provisions of the Companies Act, 2013. This remuneration will be distributed amongst all or some of the Independent Directors in accordance with the directions given by the Board of Directors and subject to any other applicable requirements under the Companies Act, 2013. This remuneration shall be in addition to fee payable to the Independent Directors for attending the meetings of the Board or Committee thereof and reimbursement of expenses for participation in the Board and other Committee meetings.

Accordingly, approval of the Members is sought by way of a Special Resolution under the applicable provisions of the Companies Act, 2013 for payment of remuneration by way of commission to the Independent Directors of the Company other than Managing Director and Whole-time Directors, as set out in the Resolution.

Your Directors recommend the resolution to be passed as Special Resolution for approval of the shareholders.

All the Independent Directors and their relatives are deemed to be interested in the resolution set out at item no. 4.

None of the other Directors, Key Managerial Personnel or their relatives are interested or concerned, financial or otherwise, in the resolution set out at Item No. 4.

**By Order of the Board
For Anmol Industries Limited**

**Sunita Shah
(Company Secretary)
(Membership no.: F8495)**

**Date : 19.06.2025
Address : 229, A.J.C Bose Road,
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