NOTICE OF THE 13th ANNUAL GENERAL MEETING

Notice is hereby given that the **13th (Thirteenth)** Annual General Meeting (AGM) of the Members of **Axita Cotton Limited** will be held on **Wednesday, September 30, 2026** at **02:30 P.M.** through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following businesses:

The venue of the meeting shall be deemed to be the Registered Office of the Company at Survey No. 324 357 358 Kadi Thol Road Borisana, Mahesana, Kadi -382715, Gujarat, Bharat

ORDINARY BUSINESSES:

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS:

To receive, consider and adopt:

a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

2. DECLARATION OF FINAL DIVIDEND:

To declare Final Dividend on equity shares for the financial year ended on March 31, 2026 and in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ***Ordinary Resolution:***

"**RESOLVED THAT** a Final dividend of 5% i.e. Rs. 0.05/- per Equity Shares of Rs. 1 each fully paid-up of the Company as recommended by the Board of Directors, be and is hereby declared out of the profits of the Company for the Financial Year ended on March 31, 2026."

3. TO CONSIDER RE-APPOINTMENT OF MR. NITINBHAI GOVINDBHAI PATEL (DIN: 06626646):

To appoint a Director in place of Mr. Nitinbhai Govindbhai Patel (DIN: 06626646), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

4. APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY AND FIX THEIR REMUNERATION:

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

"**RESOLVED THAT** pursuant to provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("**SEBI Listing Regulations**") (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and the applicable Accounting and Auditing Standards issued by the Institute of Chartered Accountants of India (**ICAI**), and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company ("**Board**"), the consent of the Members of the Company be and is hereby accorded for the appointment of M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) ("**the Firm**"), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s P K N & Co., Chartered Accountants (Firm Registration No. 137148W), to hold the office for a period of five (5) consecutive the Financial Year from **2026-2027** to the Financial Year **2030-2031**, at a remuneration as may be mutually agreed between the Board of Directors /Audit Committee and the Statutory Auditors as per details set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT the approval of the members be and is hereby accorded to the Board of Directors and/or Audit Committee to finalize and revise, as may be necessary, the terms and conditions of appointment, including remuneration, and to engage the Statutory Auditors for any other services, reports, certifications, or opinions, to the extent permissible under the Companies Act, 2013, SEBI Regulations, other applicable statutory or regulatory provisions, and the relevant Accounting and Auditing Standards issued by ICAI.

RESOLVED FURTHER THAT the Board and/or any Director of the Company, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/ or otherwise considered by them to be in the best interest of the Company."

SPECIAL BUSINESSES:

5. RE-APPOINTMENT OF MR. VINOD KANUBHAI RANA, (DIN: 08160972) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS:

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

"RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment & Qualification of Directors) Rules, 2014, read with Schedule IV to the said Act, and Regulation 17, 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the *Articles of Association* of the Company, as amended from time to time, and based on the recommendation of the *Nomination and Remuneration Committee* and Board of Directors of the Company, Mr. Vinod Kanubhai Rana, (DIN: 08160972), who has submitted a declaration that he meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company (whose directorship is not liable to retirement by rotation), to hold office for a second term of five consecutive years, with effect from *February 22, 2027* to *February 21, 2032* in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director.

RESOLVED FURTHER THAT the Board of Directors / Key Managerial Personnel of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments, and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to issue a certified true copy of the aforesaid resolution wherever necessary.".

6. **TO RATIFY THE REMUNERATION OF THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-2027:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the members be and is hereby accorded to ratify the remuneration of Rs. 35,000 (Rupees Thirty Five Thousand) plus applicable taxes thereon, besides reimbursement of out of pocket expenses on actuals incurred in connection therewith, payable to Ms. Reena K. Patadiya (ACMA and M.Com.) a Proprietor of Proprietorship firm M/s. Reena Patadiya & Co. (PAN BJFPP1420A and Firm Registration No. 004346), appointed by the Board of Directors as Cost Auditors of the Company, based on recommendations of Audit Committee, to conduct the audit of the applicable cost records of the Company for the Financial Year **2026-2027**.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

Registered office:
Survey No. 324 357 358, Kadi Thol Road, Borisana Kadi, Mahesana - 382715 Gujarat, Bharat

Date: ***August 12, 2026***
Place: Kadi, Mahesana

For and on behalf of Board of Directors
Axita Cotton Limited
CIN: L01632GJ2013PLC076059

Nitinbhai Govindbhai Patel
Chairman and Managing Director
DIN: 06626646

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 4 APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY AND FIX THEIR REMUNERATION: ORDINARY RESOLUTION

M/s. DTA & Associates, Chartered Accountants, having FRN: 140825W & Peer Review Certificate No. 022772 ("**the Firm**"), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s P K N & Co., Chartered Accountants (Firm Registration No. 137148W) to hold the office for a term of 5 (*five*) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 18th Annual General Meeting of the Company to be held in the calendar year 2031

In Accordance with the provisions of the Companies Act, 2013 ("**The Act**"), M/s P K N & Co., Chartered Accountants (Firm Registration No. 137148W) were appointed as the Statutory Auditors of the Company at the 12th AGM of the Company held on *September 30, 2025* to hold the office till the conclusion of 17th AGM of the Company. M/s P K N & Co., Chartered Accountants, Ahmedabad had tendered their resignation as the Statutory Auditors of the Company vide letter dated *August 12, 2026*. Based on the recommendations of the Audit Committee for appointment, remuneration and terms of appointment of the Statutory Auditors of the Company, the Board at its meeting held on *August 12, 2026* appointed M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) ("**the Firm**") as Statutory Auditors of the Company to fill the casual vacancy in the office of an auditor.

M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) ("**the Firm**"), Ahmedabad have provided their consent and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and it is not disqualified to be appointed as statutory auditor in terms of the provisions of Section 139(1) and 141(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014,as amended from time to time.

M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W), is a progressive, multi-disciplinary Chartered Accountancy firm established in 2017 in Rajkot, Gujarat, functioning as an agile, single-window professional services provider. Registered with the Institute of Chartered Accountants of India under Firm Registration Number (FRN) 140825W, the firm is managed by a highly motivated team of young entrepreneurs and professionals, including founding partner CA Taufik Ansari and key auditor CA Harshdeepsinh Jadeja (M. No. 183349). Demonstrating a commitment to strict quality control, the firm holds a valid Peer Review Certificate No. 022772) issued by the Peer Review Board of the ICAI, which is valid through *March 31, 2028*. This certification serves as a critical compliance standard that officially empowers them to conduct statutory auditing and financial restatements for public listed companies and initial public offering (IPO) candidates on national stock exchanges.

Operating from its corporate office at Shri Ram Complex in Rajkot, the firm delivers an end-to-end service suite tailored to navigate complex corporate environments. Their primary focus areas encompass Audit & Assurance (statutory and internal auditing) and robust Direct and Indirect Tax Compliance and Consultancy (encompassing complex tax planning and Goods and Services Tax representation). Strategically positioned to support emerging economic ecosystems, they provide targeted MSME Consultancy alongside specialized Startup Advisory services, assisting business owners with seed capital restructuring and investment documentation. Backed by a competent and highly integrated team, M/s. DTA & Associates successfully caters to a diversified client footprint operating across major industries like manufacturing, construction, banking, textiles, and information technology.

The terms of appointment include quarterly audit of standalone financial results and annual audit of standalone financial statements in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time along with the issuance of certificates in accordance with requirements of the Act, SEBI and RBI.

M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) ("**the Firm**"), Ahmedabad will be paid an annual remuneration / fee of Rs. 6,00,000/- (Rupees Six Lakh Only) plus outlays and taxes as applicable from time to time, for the purpose of audit of the Company's accounts. The power may be granted to the Board/Audit Committee to alter and vary the terms and conditions of appointment, revision including upward revision of the remuneration during the tenure of appointment, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. The remuneration paid to the Statutory Auditors will be disclosed in the Corporate Governance Report as well as the Annual Financial Statements of the Company on an annual basis.

Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

There is no upward revision in the fees proposed to be paid to the proposed Auditors as compared to the fees paid to the outgoing Auditors.

Additional information about the Statutory Auditors pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided below: -

a	**Name of the Statutory Auditor & Firm Registration Number (FRN)**	M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) ("**the Firm**"),
b	**Reason for change viz. ~~Appointment~~ or ~~Resignation~~ or Re-appointment or ~~Death~~ or ~~otherwise~~ and Basis of recommendation for Re-Appointment**	Appointment of M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) ("**the Firm**"), to Comply with provision of Section 139 the Companies Act, 2013.
c	**Date of Appointment / ~~Reappointment~~ / ~~Cessation~~ (as applicable) & Term of Appointment / ~~Reappointment~~;**	August 12, 2026 The Board of Directors and the Audit Committee, at their respective meetings held on August 12, 2026, has appointed M/s. DTA & Associates, Chartered Accountants, (FRN: 140825W & Peer Review Certificate No. 022772) as Statutory Auditor of the Company. M/s. DTA & Associates shall hold office till the conclusion of 13th Annual General Meeting of the Company, pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013.
d	**Brief Profile (in case of Appointment);**	M/s. DTA & Associates, Chartered Accountants, (FR 140825W), is a progressive, multi-disciplinary Charter Accountancy firm established in 2017 in Rajkot, Gujar functioning as an agile, single-window professior services provider. Registered with the Institute of Charter Accountants of India under Firm Registration Number (FR

		140825W, the firm is managed by a highly motivated tea of young entrepreneurs and professionals, includi founding partner CA Taufik Ansari and key auditor (Harshdeepsinh Jadeja (M. No. 183349). Demonstrating commitment to strict quality control, the firm holds a va Peer Review Certificate No. 022772) issued by the Pe Review Board of the ICAI, which is valid through *March 3 2028*. This certification serves as a critical complian standard that officially empowers them to condu statutory auditing and financial restatements for pub listed companies and initial public offering (IPO) candidat on national stock exchanges. Operating from its corporate office at Shri Ram Complex Rajkot, the firm delivers an end-to-end service suite tailor to navigate complex corporate environments. Their prima focus areas encompass Audit & Assurance (statutory a internal auditing) and robust Direct and Indirect T Compliance and Consultancy (encompassing complex t planning and Goods and Services Tax representatio Strategically positioned to support emerging econom ecosystems, they provide targeted MSME Consultan alongside specialized Startup Advisory services, assisti business owners with seed capital restructuring a investment documentation. Backed by a competent a highly integrated team, M/s. DTA & Associates successfu caters to a diversified client footprint operating acro major industries like manufacturing, construction, bankir textiles, and information technology.
e	**Proposed fees payable to the Statutory Auditor(s):**	Rs. 6,00,000/- (Rupees Six Lakh Only) (plus taxes) which includes annual certification charges but excludes out-of-pocket expenses & tax audit fees. Fees will be generally billed in a manner consistent with the progress of audit / engagements.
f	**In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:**	Not Applicable
g	**Disclosure of relationships between Directors (in case of appointment of a director).**	Not Applicable

The Board of Directors of the Company at its Meeting held on ***Wednesday, August 12, 2026*** recommends the resolution set out ***item no. 4*** of the Notice for your approval as an ***Ordinary Resolution***.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

ITEM NO. 5 RE-APPOINTMENT OF MR. VINOD KANUBHAI RANA, (DIN: 08160972) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS: SPECIAL RESOLUTION

The Board of Directors of the Company had appointed Mr. Vinod Kanubhai Rana, (DIN: 08160972), as an Independent Director on the Board of Directors for a period of 5 years with effect from *February 22, 2022* till *February 21, 2027*, which was approved by the shareholders through the postal ballot resolution dated *March 25, 2022*. The First term of Mr. Vinod Kanubhai Rana (i.e. 5 years) as an Independent Director of the Company will expire on *February 21, 2027*. Based on the recommendation of the Nomination and Remuneration Committee meeting held on *Wednesday, August 12, 2026*, the Board of Directors of the Company re-appointed Mr. Vinod Kanubhai Rana, (DIN: 08160972), as an Independent Director in the meeting held on *Wednesday, August 12, 2026* for a second term for a period of 5 (five) consecutive years i.e. from *February 22, 2027* to *February 21, 2032* under the provisions of the Companies Act, 2013. As per Section 149(10) read with Schedule IV of the Companies Act, 2013, an Independent Director shall hold office for a term of up to five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing of a special resolution by the Company. In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong performance of Mr. Vinod Kanubhai Rana, Independent Director, the Board of Directors state that the re-appointment of Mr. Vinod Kanubhai Rana would be in the interest of the Company.

The Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Vinod Kanubhai Rana for the office of Director of the Company.

Mr. Vinod Kanubhai Rana, is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and he has also confirmed that he is not debarred from holding office of Director by virtue of any SEBI order or any other such authority and has given his consent to act as a Director. The Company has received a declaration from Mr. Vinod Kanubhai Rana confirming that he meets the criteria of Independence as prescribed under Section 149(6) of the Act and SEBI (LODR) Regulations, 2015. A Brief Profile of Mr. Vinod Kanubhai Rana, nature of his expertise in specific functional areas, names of companies in which he holds directorship, memberships / chairmanships of Board Committees and shareholding as required under SEBI (LODR) Regulations, 2015, is annexed to this Notice as per applicable regulatory requirements.

In the Performance Evaluation, the performance of Mr. Vinod Kanubhai Rana was evaluated and he is effective and efficient on discharging his roles and responsibilities as an Independent Director of the Company. The Board and its allied Committees have benefitted from his relevant specialisation and expertise in the knowledge. The Nomination & Remuneration Committee, recommended the re-appointment of Mr. Vinod Kanubhai Rana and Board of Directors of the Company has approved and recommended his re-appointment for a second consecutive term for a period of 5 (five) years, as provided in the resolution.

Pursuant to Regulation 17(1C) of the SEBI (LODR) Regulations, 2015, approval of the shareholders for re-appointment of a person on the Board of Directors is to be taken at the next general meeting or within a period of 3 months from the date of appointment whichever is earlier. Therefore, it is proposed to seek the member’s approval for the re-appointment of Mr. Vinod Kanubhai Rana as a Non-Executive & Independent Director of the Company, in terms of the applicable provisions of the Act.

The relatives of Mr. Vinod Kanubhai Rana may be deemed to be interested in the resolution set out at ***Item No. 5*** of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in anyway, concerned or interested, financially or otherwise, in this ***Special Resolution***.

ITEM NO. 6 TO RATIFY THE REMUNERATION OF THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-2027:

Pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the members be and is hereby accorded to ratify the remuneration of Rs. 35,000 (Rupees Thirty Five Thousand) plus applicable taxes thereon, besides reimbursement of out of pocket expenses on actuals incurred in connection therewith, payable to Ms. Reena K. Patadiya (ACMA and M.Com.) a Proprietor of Proprietorship firm M/s. Reena Patadiya & Co. (PAN BJFPP1420A and Firm Registration No. 004346), appointed by the Board of Directors as Cost Auditors of the Company, based on recommendations of Audit Committee, to conduct the audit of the applicable cost records of the Company for the Financial Year ***2026-2027***.

The Proprietorship firm, have confirmed that they hold a valid certificate of practice under Section 6(1) of the Cost and Works Accountants Act, 1959.

Additional information about the Cost Auditors pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided below: -

1. **Name of the Cost Auditor & Firm Registration Number (FRN)**	M/s. Reena Patadiya & Co., Cost Accountants, (Firm Registration No. 004346)
2. **Reason for change viz. Appointment or ~~Resignation~~ or Re-appointment or ~~Death~~ or ~~other wise~~ and Basis of recommendation for Re-Appointment**	At their respective meetings held on *Wednesday, August 12, 2026*, the Board of Directors and the Audit Committee evaluated various factors including the firm's capability to serve a diverse business landscape like that of the Company, industry-wide audit experience, market reputation, client base, technical expertise, and governance standards. Based on this assessment, they found M/s. Reena Patadiya & Co., Cost Accountants (Firm Registration No. 004346), suitable for re-appointment and accordingly recommended the same.
3. **Date of Appointment / ~~Reappointment~~ / ~~Cessation~~ (as applicable) & term of Appointment / Reappointment;**	*Wednesday, August 12, 2026* For Conducting Cost Audit of the Company for the Financial year ***2026-2027***.
4. **Brief Profile (in case of Appointment);**	The Proprietorship firm was established in the year 2012 by the Proprietorship Ms. Reena Kantilal Patadiya, and the Firm is engaged in providing various compliance & consulting services since 2012. It provide services in the field of Cost Audit & Cost Compliance, Cost Implementation, Internal Controls Structure Set-Up, Direct and Indirect Taxes, Internal and Statutory Audit, Corporate and Allied Laws Consultancy, Management consultancy Services.
5. **Proposed fees payable to the Statutory Auditor(s):**	Rs. 35,000 (Rupees Thirty Five Thousand) (plus taxes) which includes annual certification charges but excludes out-of-pocket expenses & tax audit fees. Fees will be generally billed in a manner consistent with the progress of audit / engagements.
6. **In case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:**	Not Applicable
7. **Disclosure of relationships between Directors (in case of appointment of a director).**	Not Applicable

The Board of Directors of the Company at its Meeting held on ***Wednesday, August 12, 2026*** recommends the resolution set out ***item no. 6*** of the Notice for your approval as an ***Ordinary Resolution***.

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

Registered office:
Survey No. 324 357 358, Kadi Thol Road,
Borisana Kadi, Mahesana - 382715
Gujarat, Bharat

For and on behalf of Board of Directors
Axita Cotton Limited
CIN: L01632GJ2013PLC076059

Date: ***August 12, 2026***
Place: Kadi, Mahesana

Nitinbhai Govindbhai Patel
Chairman and Managing Director
DIN: 06626646

Information of Directors who are being appointed / re-appointment or whose remuneration is being proposed at this 13th AGM, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable provisions of the Companies Act, 2013 and Secretarial Standards-2, as on the date of Notice:

Name of Director	Nitinbhai Govindbhai Patel	Vinod Kanubhai Rana
Directors Identification Number (DIN)	**06626646**	**08160972**
Date of Birth	January 27, 1965	November 27, 1988
Age	60 Years	35 Years
Qualification	H.S.C (Higher Secondary Class)	He is Company Secretary by profession and has rich experience in the field of Corporate Laws. He has around 10 years of experience.
Nature of his Expertise in specific functional areas	Experience of More than 17 years into Oil Industries and more than 14 years in Cotton Industries	CS Vinod Rana is a Commerce graduate and an Associate Member of the Institute of Company Secretaries of India (ICSI), having around 10 years of experience in corporate laws, corporate governance, SEBI and stock exchange compliances. He is currently associated with Veeda Clinical Research Limited as Dy. Manager - Legal and Secretarial Department, where he handles corporate law, listing, SEBI and IPO-related compliances. He has extensive experience in listed-company compliances, corporate governance, IPO processes, regulatory matters and Board/Committee processes, and is currently serving as an Independent Non-Executive Director on the Boards of Axita Cotton Limited, Yuranus Infrastructure Limited and VMS Industries Limited.
Date of first Appointment on the Board of the Company	July 16, 2013	February 22, 2022
Date of Appointment / Re-appointment (at current term)	September 30, 2023	February 22, 2027
Shareholding in Axita Cotton Limited	101387413 number of Equity Shares	Nil
Listed entities form which the person has resigned in the past three years	Nil	Nil
Terms and conditions of re-appointment	As per resolution at **item no. 3** of this 13th AGM Notice.	As per resolution at **item no. 5** of this 13th AGM Notice.
Remuneration last drawn	Rs. 30.00 Lakh in the financial year 2025-2026.	Nil
Number of Meetings of the Board attended during the year	7 out of 7 Board Meeting attended during the financial year 2025-2026.	7 out of 7 Board Meeting attended during the financial year 2025-2026.
List of Directorship held in Listed Companies (including this Company)	Axita Cotton Limited, Yuranus Infrastructure Limited	Axita Cotton Limited Yuranus Infrastructure Limited VMS Industries Limited

<table>
<tr><th>Name of Director</th><th>Nitinbhai Govindbhai Patel</th><th>Vinod Kanubhai Rana</th></tr>
<tr><td>Membership / Chairmanship in Committees of Listed Companies as on date (As per Regulation 17A and 26(1) of Listing Regulations)</td><td><table>
<tr><th rowspan="2">Name of Company</th><th colspan="2">Chairman</th><th colspan="2">Member</th></tr>
<tr><th>AC</th><th>SRC</th><th>AC</th><th>SRC</th></tr>
<tr><td>Yuranus Infrastructure Limited</td><td>-</td><td>-</td><td>1</td><td>1</td></tr>
<tr><td>Axita Cotton Limited</td><td>-</td><td>-</td><td>1</td><td>1</td></tr>
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<tr><th>AC</th><th>SRC</th><th>AC</th><th>SRC</th></tr>
<tr><td>VMS industries limited</td><td>1</td><td>-</td><td>1</td><td>-</td></tr>
<tr><td>Yuranus Infrastructure Limited</td><td>1</td><td>1</td><td>1</td><td>1</td></tr>
<tr><td>Axita Cotton Limited</td><td>1</td><td>-</td><td>1</td><td>1</td></tr>
<tr><td>Agricon Nutritech Limited</td><td>-</td><td>-</td><td>1</td><td>1</td></tr>
</table></td></tr>
<tr><td>Relationships between Directors inter-se</td><td>With Directors & KMP of the Company:

Father of our Promoter, Managing Director Mr. Kushal Nitinbhai Patel</td><td>Not related to any Directors & KMP of the Company.</td></tr>
<tr><td>Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018.</td><td>He is not debarred from holding the Office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.</td><td>He is not debarred from holding the Office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.</td></tr>
</table>

NOTES

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs vide its Circular No. 9/2024 dated September 19, 2024, Circular No. 09/2023 dated September 25, 2023, 10/2022 dated December 28, 2022, Circular No. 02/2022 dated May 5, 2022, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 5, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 14/2020 dated April 8, 2020 (collectively referred to as "**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India ("**SEBI**") have permitted convening of Annual General Meetings through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**") without the physical presence of the members at a common venue. Accordingly, the 13th Annual General Meeting of the Company will be held through VC/OAVM. The members can attend and participate in the AGM only through VC/OAVM facility. The detailed procedure for participating in the AGM through VC/OAVM is provided in the notes forming part of this Notice
2. 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 and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. **ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE 13th AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE**.
3. Information regarding appointment/ reappointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 ("**the Act**") and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") is annexed hereto.
4. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.
5. Instructions and other information for members for attending the AGM through VC / OAVM are given in this Notice under ***Note No. 25***.
6. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. In accordance with the MCA Circulars and the said SEBI Circulars, the **13th AGM Notice** along with the Annual Report of the Company for the financial year ended **March 31, 2026**, will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the "**RTA**"), i.e., **M/s. MUFG Intime India Private Limited** (Formerly known as "Link Intime India Private Limited") or the Depository Participant(s) as on Cut-off date i.e. ***Friday, August 28, 2026***. The **13th AGM Notice** and the Annual Report for the financial year ended **March 31, 2026** is available on the websites of the Company viz., www.axitacotton.com. and the websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, where Equity Shares of the Company are listed. The **13th AGM Notice** shall also be available on the e-Voting website of the agency engaged for providing e-Voting facility, NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. Pursuant to regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended {SEBI (LODR) Regulations"}, the Company has sent letter mentioning weblink to access the **13th AGM Notice** along with the Annual Report 2026, to those member(s) who have not registered their email address(es) either with any Depository or RTA or with the Company of the Company as on the cut-off date.
9. Pursuant to regulation 36(1)(c) SEBI (LODR) Regulations Members, as on the cut-off date, desirous of obtaining hard copy of the said **13th AGM Notice** along with the Annual Report 2026, are required to send a

request to the Company, mentioning their name and DP ID & Client ID / folio number, through e-mail at cs@axitacotton.com or by post to ACL.

10. **THERE BEING NO PHYSICAL SHAREHOLDERS IN THE COMPANY, THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY WILL NOT BE CLOSED**.
11. **Institutional/Corporate Shareholders** (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its *Board Resolution* or *governing body Resolution/Authorization* etc., authorizing its representative to attend the 13th Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csprtandassociates@gmail.com with copies marked to the Company at cs@axitacotton.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.co.in.
12. **For the unclaimed dividend for the previous financial years**, Members are requested to claim the said dividend, the details of which are available on the Company's corporate website at www.axitacotton.com. Pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the dividend which remains unclaimed for seven (7) consecutive years will be due for transfer to the Investor Education and Protection Fund of the Central Government.

UPDATION OF MANDATE FOR RECEIVING DIVIDEND DIRECTLY IN BANK ACCOUNT THROUGH ELECTRONIC CLEARING SYSTEM OR ANY OTHER MEANS IN A TIMELY MANNER:

13. The Company has fixed ***Friday, September 11, 2026*** as the "**Record Date**" for determining the entitlement of Members to receive the Final Dividend for the Financial Year ended March 31, 2026, subject to approval of the Members at the 13th Annual General Meeting of the Company.

Members whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date shall be entitled to receive the Final Dividend. The dividend, if approved, shall be paid within thirty days from the date of the Annual General Meeting, after deduction of applicable tax at source (TDS).

With effect from April 01, 2024, SEBI has mandated that Members holding shares in physical form whose folios are not updated with the prescribed KYC details, including PAN, contact details, mobile number, bank account details and specimen signature, shall be eligible to receive dividend only through electronic mode.

Accordingly, subject to approval of the Final Dividend at the 13th AGM, dividend payable to Members holding shares in physical form shall be released only after the requisite KYC details are updated in their respective folios. Members are requested to update their KYC details by submitting the requisite documents to the Company's Registrar and Share Transfer Agent, **MUFG Intime India Private Limited** (formerly Link Intime India Private Limited).

Pursuant to the provisions of the Income-tax Act, 2025, the Company shall be required to deduct tax at source ("**TDS**") at the applicable prescribed rates on the dividend payable to its Members. The applicable TDS rate shall depend upon the residential status of the Member and the documents and declarations furnished by the Member and accepted by the Company. Accordingly, the Final Dividend, if approved, shall be paid after deduction of applicable TDS. The Company shall also communicate the applicable TDS provisions and requirements individually to Members who have registered their email addresses with the Company. Members may refer to the detailed information regarding TDS on dividend available on the Company's website at https://axitacotton.com/investor-relation/general-information-on-tax-deduction-at-source-on-dividend/.

Non-resident shareholders, including Foreign Institutional Investors ("**FIIs**") and Foreign Portfolio Investors ("**FPIs**"), may avail the benefit of lower or nil withholding tax as per the provisions of the applicable Double

Taxation Avoidance Agreement ("**DTAA**") entered into by India with the country of their tax residence, subject to furnishing the prescribed documents, including but not limited to i.e. Tax Residency Certificate ("**TRC**"); **Form 10F**; Self-declaration regarding beneficial ownership; Self-declaration regarding the absence of a Permanent Establishment in India; and Such other documents, information or declarations as may be required under the applicable tax laws which may be required to avail the tax treaty benefits. The aforesaid documents may be submitted in PDF/JPG format by e-mail to investor.helpdesk@in.mpms.mufg.com and tds@axita.in on or before ***Wednesday, September 23, 2026***. A separate communication providing detailed information and the procedure for submission of documents/declarations for the purpose of deduction of tax at source on dividend income is being sent to the shareholders and is also available on the website of the Company.

14. Members seeking any information with regard to the accounts or any matter to be placed at the **13th AGM** or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at cs@axitacotton.com on or before *Wednesday, September 23, 2026* so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the **13th AGM**.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
16. In case of joint holders attending the **13th** AGM together, only holder whose name appearing first will be entitled to vote.
17. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below

    In case the Shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "**RTA**"/ **Depositories**, log in details for e-voting are being sent on the registered email address.

    In case the shareholder has not registered his/her/their email address with the **Company/its RTA**/**Depositories**, the following instructions to be followed:

    a) In case shares are held in **physical mode**, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@axitacotton.com.

    b) In case shares are held in **demat mode**, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@axitacotton.com.

    c) Alternatively, member may send an e-mail request to evoting@nsdl.co.in for obtaining **User ID** and **Password** by proving the details mentioned in above Point (**a**) or (**b**) as the case may be.

    d) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants.

    e) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, **M/s. MUFG Intime India Private Limited** (Formerly known as "Link Intime India Private Limited") ("**RTA**") C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, E-Mail ID : rnt.helpdesk@linkintime.co.in by due procedure, to enable servicing of Notices / Documents electronically to their e-mail address.

18. **Intimate Changes in Members Details,** Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to **/s. MUFG Intime India Private Limited** (Formerly known as "Link Intime India Private Limited"), (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.
19. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

NOTE: OUR 100% EQUITY SHARES ARE DEMAT MODE.

21. To support the "**Green Initiative**", we request the Members of the Company to register their E-mail Ids with their DP or with the Share Transfer Agent of the Company, to receive documents / notices electronically from the Company in lieu of physical copies. Please note that, in case you have already registered your E-mail Id, you are not required to re-register unless there is any change in your E-mail Id. Members holding shares in physical form are requested to send E-mail at cs@axitacotton.com to update their E-mail Ids.

    Members are requested to send the following details/documents to the Company's Registrar & Share Transfer Agent, **/s. MUFG Intime India Private Limited (Formerly known as "Link Intime India Private Limited"), C-101, 1st Floor, 247 Park, Lal Bahadur, Shastri Maarg, Vikhroli (West), Mumbai-400 083, Maharashtra.**

    - **Form No. ISR-1** duly filled and signed by the holders stating their name, folio number, complete address with pincode, and the following details relating to the bank account in which the dividend is to be received. The said form is available on the Company's website at www.axitacotton.com under "**GENERAL SHAREHOLDER INFORMATION**" section and on the website of the RTA at https://web.in.mpms.mufg.com/KYC-downloads.html
      i) Name of Bank and Bank Branch;
      ii) Bank Account Number;
      iii) 11-digit IFSC Code; and
      iv) 9-digit MICR Code.
    - Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly. In case, name of the holder is not available on the cheque, kindly submit the following documents:
      i) Cancelled cheque in original

ii) Bank attested legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch;

iii) Self-attested copy of the PAN Card; and

iv) Self-attested copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

Further, Members are requested to refer to process detailed on https://liiplweb.linkintime.co.in/KYC-downloads.html and proceed accordingly.

- **Nomination facility:** As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting **Form No. ISR-13**. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in **Form No. ISR-3**, **Form No. SH-13** or **Form No. SH-14**, as the case may be.
- The said forms can be downloaded from the Company's website at wwww.axitacotton.com under "**GENERAL SHAREHOLDER INFORMATION**" section and on the website of the RTA at https://web.in.mpms.mufg.com/KYC-downloads.html. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at mumbai@in.mpms.mufg.com in case the shares are held in physical form, quoting their folio no(s).
- **Norms for furnishing of PAN, KYC, Bank details and Nomination**: Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/MIRS_RTAMB/P/CIR/2021/655 and SEBI/HO/MIRSD/MIRS_RTAMB/P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. **The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, such folios shall be frozen by the RTA.**
- **However, the security holders of such frozen folios shall be eligible:**

  i) To lodge any grievance or avail any service, only after furnishing the complete documents/details as mentioned above;

  ii) To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.
- The forms for updation of PAN, KYC, Bank details and Nomination viz., **Form No. ISR-1, Form No. ISR-2**, **Form No. ISR-3**, **Form No. SH-13, Form No. SH-14** and the said SEBI Circular are available on https://web.in.mpms.mufg.com/client-downloads.html. **In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest.** The Company has completed the process of sending letters to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

  Further, Members holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of their folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025.

22. **PROCESS FOR REGISTERING E-MAIL ADDRESS:**

i) **One-time registration of e-mail address with RTA for receiving the 13th AGM Notice along with the Annual Report-2026 and to cast votes electronically:**

- The Company has made special arrangements with RTA and NSDL for registration of e-mail address of those Members (holding shares in electronic) who wish to receive the **13th AGM Notice** along with the Annual Report 2026 and cast votes electronically.
- Eligible Members whose e-mail addresses are not registered with the Company/DPs are required to provide the same to RTA on or before 5.00 p.m. (IST) on ***September 23, 2026***.
- **Process to be followed for one-time registration of e-mail address (for shares held in physical form or in electronic form) is as follows:**

  (a.) Visit the link: on https://web.in.mpms.mufg.com/KYC-downloads.htmll / Email at mumbai@in.mpms.mufg.com

  (b.) Select the name of the Company from drop-down: Axita Cotton Limited.

  (c.) Enter details in respective fields such as DP ID and Client ID (if shares held in electronic form)/Folio no. and Certificate no. (if shares held in physical form), Shareholder name, PAN, mobile number and e-mail ID.

  (d.) System will send OTP on mobile no. and e-mail ID.

  (e.) Enter OTP received on mobile no. and e-mail ID and submit.

  (f.) The system will then confirm the e-mail address for the limited purpose of service of **13th AGM Notice along with the *Annual Report 2026*-2026** and e-Voting credentials.

- After successful submission of the e-mail address, NSDL will e-mail a copy of this 13th AGM Notice along with the *Annual Report 2026*-2026 along with the e-Voting user ID and password to the Members. In case of any queries, Members may write to cs@axitacotton.com or evoting@nsdl.co.in.

23. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, **/s. MUFG Intime India Private Limited (Formerly known as "Link Intime India Private Limited"), C-101, 1st Floor, 247 Park, Lal Bahadur, Shastri Maarg, Vikhroli (West), Mumbai-400 083, Maharashtra.**

24. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.

25. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on *September 26, 2026* at 09:00 A.M. and ends *September 29, 2026* at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. *Wednesday, September 23, 2026*, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being *Wednesday, September 23, 2026*.

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

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

Step 1: Access to NSDL e-Voting system

(A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL**.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider** i.e. **NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for **IDeAS** e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of **NSDL**. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under '**Shareholder/Member**' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider** i.e. **NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with **CDSL**	1. Users who have opted for **CDSL EASI / EASIEST facility**, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login **EASI / EASIEST** are requested to visit CDSL website www.cdslindia.com and click on login icon & New System **Myeasi** Tab and then user your existing my **EASI** username & password. 2. After successful login the **EASI / EASIEST** user will be able to see the e-Voting option for eligible Companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for **EASI / EASIEST**, option to register is available at CDSL website www.cdslindia.com and click on login & New System **Myeasi** Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing **Demat Account Number** and **PAN No.** from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode)	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

Type of shareholders	Login Method
login through their depository participants	after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

(B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

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

   c) How to retrieve your 'initial password'?

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

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

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

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

   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csprtandassociates@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in

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

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

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE 13th AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the **13th AGM** is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the **13th AGM** through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the **13th AGM**.

3. Members who have voted through Remote e-Voting will be eligible to attend the **13th AGM**. However, they will not be eligible to vote at the **13th AGM**.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the **13th AGM** shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:-

1. Member will be provided with a facility to attend the **13th AGM** through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance, on or before the *cut-off date*, mentioning their name demat account number/folio number, email id, mobile number at cs@axitacotton.com. The same will be replied by the Company suitably.

6. *Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the rights to restrict the number of speakers depending on availability of time for the AGM.*

CONTACT DETAILS:

E-Voting Agency & VC / OAVM	**NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL)** **Email: evoting@nsdl.com** **NSDL help desk: 022 - 4886 7000** **Address:** NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013 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**
Company	**AXITA COTTON LIMITED** **Registered Office Address:** Survey No. 324, 357, 358, Borisana, Kadi - Thol Road, Kadi, Mahesana - 382715, Gujarat, Bharat **Tel No.+91 63587 47514;** **Website:** www.axitacotton.com; **E-mail:** investor.relations@axita.in
Registrar and Transfer Agent	**MUFG Intime India Private Limited** **(Formerly known as "Link Intime India Private Limited")** **Address:** C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, Bharat **Tel No.:** +91-022-4918 6000; **Fax:** +91 022 4918 6060 **Email:** mumbai@in.mpms.mufg.com., **Website:** www.in.mpms.mufg.com
Scrutinizer	**Mr. Premnarayan R. Tripathi,** **Proprietor of M/s. PRT & Associates** **Company Secretary in Practice** **Address:** 606, 6th Floor, Shivalik Square, Nr. Adani CNG Pump, 132 Ft. Ring Road, New Vadaj, Ahmedabad-380013, Gujarat, Bharat **M. No.:** +91 8980026497 **Email:** premnarayan.cs@gmail.com

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