



# Axita Cotton Limited

**Mfg. & Exporter of Cotton**

CIN No. : L17200GJ2013PLC076059  
GST IN : 24AALCA8092L1Z6  
PAN : AALCA8092L

Reg. Office : Servey No. 324, 357, 358, Kadi Thol Road, Borisana Kadi,  
Mahesana-382715. Gujarat. India  
Tele : +91 6358747514 | E-mail : cs@axitacotton.com | Website : www.axitacotton.com

ISO 9001:2015  
CERTIFIED

Date: November 24, 2023

To,  
The Secretary, Listing Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Fort, Mumbai - 400001, Maharashtra,  
India

To,  
The Manager-Listing Department  
The National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block, Bandra  
Kurla Complex, Bandra (E), Mumbai - 400051,  
Maharashtra, India

Security Code: 542285

Symbol: AXITA

Respected Sir / Ma'am,

**Subject: Submission of Notice of Extra ordinary General Meeting No. 01/2023-24 ("the Notice").**

Pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Notice of Extra-ordinary General Meeting dated November 23, 2023 ("the Notice") together with the Explanatory statement seeking approval of the members of the Company for resolution as set out in the notice, in respect of Extra ordinary General Meeting No. 01/2023-24 of the Members of Axita Cotton Limited ("the Company") to be held on **Saturday, December 16, 2023 at 04:00 P.M.** through Video Conference (VC) or Other Audio Visual Means (OAVM).

The Notice is being sent only through electronic mode to the members whose names appear in the Register of Members/ List of Beneficial owners as received from National Securities Depository Limited ("NSDL") and central Depository Services (India) Limited ("CDSL") and whose email id is registered with the RTA/Depositories, as on Friday, November 17, 2023.

The Company has engaged the services of National Securities Depository Limited ("NSDL"), for providing remote e-voting facility to all members. The e-voting facility will be available during the following period:

**Commencement of e-Voting** From 9.00 A.M. (IST) on **Wednesday, December 13, 2023**

**End of e-Voting** Upto 5.00 P.M. (IST) on **Friday, December 15, 2023**

The Notice is also available on the website of the Company at [www.axitacotton.com](http://www.axitacotton.com), website of BSE Limited at [www.bseindia.com](http://www.bseindia.com), National Stock Exchange Limited website at [www.nseindia.com](http://www.nseindia.com), website of National Securities Depository Limited ("NSDL") i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and the extract of the said Notice also published in Financial Express (Pg.14) and Ahmdavad Express (Pg.11) on November 10, 2023.

For, Axita Cotton Limited



Nitinbhai Govindbhai Patel  
Chairman cum Managing Director  
DIN: 06626646

Place: Kadi  
Date: 24-11-2023

Encl: The Notice

**AXITA COTTON LIMITED**

CIN: L17200GJ2013PLC076059

**Registered Office:** Servey No. 324 357 358 Kadi Thol Road Borisana, Kadi Mahesana-382715 (Gujarat)**Corporate Office:** Rannade House, First Floor, Opp. Sankalp Grace 3,  
Near Ishan Bunglows, Shilaj, Ahmedabad-380059**Telephone:** +91 63587 47514 | **Website:** [www.axitacotton.com](http://www.axitacotton.com) | **Email:** [cs@axitacotton.com](mailto:cs@axitacotton.com)**NOTICE OF EXTRA ORDINARY GENERAL MEETING  
(Pursuant to Section 101 of the Companies Act, 2013 read with  
Companies (Management & Administration) Rules, 2014****To,  
The Member(s)**

**NOTICE** is hereby given that an extra-ordinary general meeting No. 01/2023-24 of the members of Axita Cotton Limited will be held on Saturday, December 16, 2023 at 04:00 p.m. through video conference (“VC”) or other audio visual means (“OAVM”), to transact the following business:

**SPECIAL BUSINESS****ITEM NO. 1:****TO CONSIDER AND APPROVE THE ISSUANCE OF BONUS SHARES:**

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

**“RESOLVED THAT** in accordance with Section 63 of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to all other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules, circulars and notifications for the time being in force and subject to regulations/guidelines issued by the Securities and Exchange Board of India (SEBI) (as amended from time to time), including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reserve Bank of India (RBI) and on recommendation of the Board of Directors (hereinafter referred to as ‘the Board’) and subject to such approvals, consents, permissions and sanctions as may be necessary from appropriate authorities, consent and the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company, for capitalization of ₹ 6,52,20,000/- (Rupees Six Crores Fifty Two Lakhs Twenty Thousand Only) out of entire sum outstanding to the credit of the Profit and loss account as per the Audited Financial Statements of the Company as on March 31, 2023, or such other amount as may be considered necessary by the Board for the purpose of issue of 6,52,20,000 (Six Crores Fifty Two Lakhs Twenty Thousand Only) Bonus Equity Shares of ₹ 1/- (Rupee One only) each, credited as fully paid-up to the existing holders of the Equity Shares of the Company, whose names appear on the Register of Members maintained by the Company / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on record date as determined by the Board, in the proportion of 1:3 i.e.1 (One) Bonus Equity Shares of ₹ 1/- (Rupee One only) each, for every 3 (three) existing fully paid-up Equity Shares of ₹ 1/- (Rupee One only) each held by Member / Beneficial Owner and that the Bonus Shares so distributed shall, for all purposes, be treated as an increase in the paid-up capital of the Company.

**RESOLVED FURTHER THAT** the Bonus Shares so issued shall be issued in dematerialized form only and shall rank *pari-passu* in all respects with the existing fully paid-up equity shares of the Company and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company. All fractions of bonus equity shares will be rounded-off.

**RESOLVED FURTHER THAT** the Bonus Equity Shares will be allotted to those Members holding shares in electronic form as per the beneficiary position downloaded from the Depositories i.e. NSDL and CDSL and to those Members holding shares in physical form on “Record Date” determined by the Board of Directors;

**RESOLVED FURTHER THAT** no letter of allotment shall be issued in respect of the Bonus Shares and in the case of Members who hold Equity Shares in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members, held with their respective Depository Participants.

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Near Ishan Bungalows, Shilaj, Ahmedabad-380059

**Telephone:** +91 63587 47514 | **Website:** [www.axitacotton.com](http://www.axitacotton.com) | **Email:** [cs@axitacotton.com](mailto:cs@axitacotton.com)

**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or a duly constituted Committee thereof, be and is hereby authorized to take necessary steps for listing of such Equity Shares on the Stock Exchange where the securities of the Company are listed, as per the applicable guidelines, rules and regulations.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors of the Company and/or a duly constituted Committee thereof, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

**By order of the Board of Directors,  
Axita Cotton Limited**

Sd/-

**Nitinbhai Govindbhai Patel  
Chairman cum Managing Director  
DIN: 06626646**

**Place:** Kadi, Mehsana  
**Date:** November 23, 2023

**AXITA COTTON LIMITED**

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**Telephone:** +91 63587 47514 | **Website:** [www.axitacotton.com](http://www.axitacotton.com) | **Email:** [cs@axitacotton.com](mailto:cs@axitacotton.com)**NOTES FOR SHAREHOLDERS FOR EOGM**

1. The Government of India, Ministry of Corporate Affairs has allowed conducting the General Meeting (“Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 prescribing the procedures and manner of conducting the Extra Ordinary General Meeting through VC/ OAVM. In terms of the said circulars, the Extra Ordinary General Meeting (EOGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the EOGM through VC/OAVM only.

The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 21 and available at the Company’s website [www.axitacotton.com](http://www.axitacotton.com). The deemed venue for the EGM shall be the Registered Office of the Company.

2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the EGM is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Extra-Ordinary General Meeting 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 EGM is being held pursuant to the MCA Circular 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 Extra-Ordinary General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

4. 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 Extra-Ordinary 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 [scsandcollp@gmail.com](mailto:scsandcollp@gmail.com) with copies marked to the Company at [cs@axitacotton.com](mailto:cs@axitacotton.com) or to National Securities Depository Limited (NSDL) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Since the EGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

7. **In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of EGM along with other documents is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice has been uploaded on the website of the Company at [www.axitacotton.com](http://www.axitacotton.com) The Notice can also be accessed from the website of the Stock Exchange i.e. Bombay Stock Exchange on India Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the EGM Notice is also available on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)**

8. In case of joint holders attending the EGM together, only holder whose name appearing first will be entitled to vote.

9. Members seeking any information with regard to the accounts or any matter to be placed at the EGM 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](mailto:cs@axitacotton.com) on or before Saturday, December 09, 2023 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 EGM.

10. 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

**AXITA COTTON LIMITED****CIN:** L17200GJ2013PLC076059**Registered Office:** Servey No. 324 357 358 Kadi Thol Road Borisana, Kadi Mahesana-382715 (Gujarat)**Corporate Office:** Rannade House, First Floor, Opp. Sankalp Grace 3,  
Near Ishan Bunglows, Shilaj, Ahmedabad-380059**Telephone:** +91 63587 47514 | **Website:** [www.axitacotton.com](http://www.axitacotton.com) | **Email:** [cs@axitacotton.com](mailto:cs@axitacotton.com)

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](mailto: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](mailto:cs@axitacotton.com)
- c. Alternatively, member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in 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, Link Intime India Private Limited to enable servicing of notices / documents electronically to their e-mail address.

11. 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 Link Intime India Private Limited, (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.

12. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in prescribed form SH-13 with the RTA. In respect of shares held in Electronic / Demat form, members may please contact their respective Depository Participants.

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

14. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to RTA.

15. The facility for joining the EGM shall open at 03:45 P.M. i.e. fifteen minutes before the starting of the EGM and shall not be closed till the expiry of fifteen minutes after the starting of the EGM at 04:00 P.M.

16. Members joining EGM through VIDEO CONFERENCING shall be counted for the purpose of quorum.

17. Members joining EGM through VIDEO CONFERENCING shall elect one of themselves to be the Chairman of the meeting (EGM).

18. 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 not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

19. All the documents including registers of directors and KMP and their shareholding (Section 70), Register of contracts or arrangements (Section 189), Register of Members etc. are open for inspection during the business hours of the company on all working days except Saturdays, Sundays and public holidays at the Registered Office of the company before and on the date of the

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meeting as well. It may be further noted that the relevant extracts of the above mentioned registers as required by the member/s may be shared electronically i.e. scanned copy of the same on request received from the member in this regard through their registered email ids with the company.

### 20. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE EGM THROUGH VC/OAVM:

i. 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, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the EGM will be provided by NSDL.

ii. Members whose names are 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. Friday, December 08, 2023, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Friday, December 08, 2023, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.

iv. The remote e-voting will commence on 9:00 A.M. on Wednesday, December 13, 2023 and will end on 5:00 P.M. on Friday, December 15, 2023. During this period, the members of the Company holding shares as on the Cut-off date i.e. Friday, December 08, 2023 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

vi. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, December 08, 2023.

vii. The Company has appointed M/s. SCS and Co. LLP, Practicing Company Secretaries, Ahmedabad, to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the EGM, in a fair and transparent manner.

### DETAILS

<b>Company</b>	<b>AXITA COTTON LIMITED</b> Registered Office Address: Servey No. 324 357 358 Kadi Thol Road Borisana Kadi Mahesana-382715, Gujarat. <b>Tel No.</b> +91 63587 47514; <b>Website:</b> <a href="http://www.axitacotton.com">www.axitacotton.com</a> ; <b>E-mail:</b> <a href="mailto:cs@axitacotton.com">cs@axitacotton.com</a>
<b>Registrar and Transfer Agent</b>	<b>LINK INTIME INDIA PRIVATE LIMITED</b> Address: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, <b>Tel No.:</b> +91-022-4918 6000; <b>Fax:</b> +91 022 4918 6060 <b>Email:</b> <a href="mailto:mumbai@linkintime.co.in">mumbai@linkintime.co.in</a> , <b>Website:</b> <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>
<b>E-Voting Agency &amp; VC / OAVM</b>	<b>NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL)</b> <b>Email:</b> <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> <b>NSDL help desk:</b> 1800 1020 990 and 1800 22 44 30 You may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting manual for Shareholders available at the download section of <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a>
<b>Scrutinizer</b>	<b>Ms. Anjali Sangtani,</b> <b>partner of SCS AND Co. LLP (LLPIN: AAV-1091)</b> <b>Company Secretary in Practice</b> <b>Address:</b> Office No. B- 1310, Thirteenth floor, "Shilp Corporate Park" Rajpath Rangoli Road, Thaltej, Ahmedabad-380054 <b>Email:</b> <a href="mailto:scsandcollp@gmail.com">scsandcollp@gmail.com</a> ; <b>M. No.:</b> +91 8128156833

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**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 resolution 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](mailto: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](mailto: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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto: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.

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(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard 2 on General Meetings)

**ITEM NO. 1:****TO CONSIDER AND APPROVE THE ISSUANCE OF BONUS SHARES: ORDINARY RESOLUTION**

The Board of Directors at its meeting held on Thursday, November 23, 2023, subject to consent of the members of the Company, approved and recommended issue of bonus equity shares in ratio of 1:3 (i.e.1 (One) bonus equity shares of ₹ 1/- for every 3 (three) fully paid up equity share of ₹ 1/- each held) to the shareholders as on the record date as may be decided by the Board of Directors after approval of Shareholders.

This bonus allotment will rationalize the paid-up capital of the company with the funds employed in the company. The fully paid-up Bonus Shares shall be distributed to the Members of your Company, whose names appear on the Register of Members maintained by the Company/ List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on the Record Date as determined by the Board of Directors of the Company.

The Bonus Shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date.

The Existing issued, subscribed and Paid-Up Equity Share Capital pre Bonus is ₹ 19,56,60,000 (Rupees Nineteen Crores Fifty Six Lakhs Sixty Thousand Only) divided into 19,56,60,000 (Nineteen Crores Fifty Six Lakhs Sixty Thousand Only) Equity Shares of ₹1 each.

The existing issued, subscribed and paid-up Equity Share Capital of the Company shall be increased after capitalization of ₹ 6,52,20,000/- (Rupees Six Crores Fifty Two Lakhs Twenty Thousand Only) out of entire sum outstanding to credit balance of Profit & Loss account as per the audited accounts of the company for the financial year ended March 31, 2023.

The Paid-Up Equity Share Capital post Bonus Issue will be ₹ 26,08,80,000/- (Rupees Twenty Six Crores Eight Lakhs Eighty Thousand Only) divided into 26,08,80,000 (Twenty Six Crores Eight Lakhs Eighty Thousand Only) Equity Shares of ₹ 1/- (Rupees One Only) each.

As per the provisions of Sections 63 of the Companies Act, 2013, approval of the shareholders is required to be accorded for issuance of Bonus Shares to the members of the Company by way of passing Ordinary Resolution.

The Board recommends the matter and the resolution set out under Item No. 1 of this notice for the approval of the Members by way of passing Ordinary Resolution.

None of the Promoter(s), Director(s), Manager(s) and Key Managerial Personnel(s) and their relative(s) is/are, in any way, concerned or interested in the said resolution, except to the extent of their equity shareholdings held by them in the Company.

**By order of the Board of Directors,  
Axita Cotton Limited**

Sd/-

**Nitinbhai Govindbhai Patel  
Chairman cum Managing Director  
DIN: 06626646**

**Place:** Kadi, Mehsana**Date:** November 23, 2023