# AXITA COTTON LIMITED

AXITA COTTON
ISO 9001:2015 CERTIFIED
Mfg. & Exporter of Cotton

CIN No. : L17200GJ2013PLC076059
GST No : 24AALCA8092L1Z6
PAN : AALCA8092L
BSE Script Code: 542285
NSE Script Code: AXITA

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

**Corporate Office:** Rannade House, First Floor, Opp. Sankalp Grace 3, Near Ishan Bunglows, Shilaj, Ahmedabad - 380059, Gujarat, Bharat

**Tele:** +91 6358747514 **Email:** cs@axitacotton.com, cs@axita.in **Website:** www.axitacotton.com


**Date: 10-02-2025**

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

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

Respected Sir/Madam,

**Subject: Outcome of Board Meeting held on February 10, 2025 in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.**

With reference to the above captioned subject, and Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Board of Directors of the Company at their meeting held today i.e. Monday, February 10, 2025, at the registered office of the Company situated at Survey No. 324, 357, 358, Kadi - Thol Road, Borisana, Kadi, Mahesana - 382715, Gujarat, India has, inter alia, considered and approved the following:

1. Considered, approved and taken on record Standalone Un-audited Financial Results of the Company for the quarter and nine months ended on December 31, 2024 as per Indian Accounting Standards (Ind AS) along with the Limited Review Report thereon as received from the Statutory Auditor of the Company;

2. Considered, approved and taken on record Consolidated Un-audited Financial Results of the Company for the quarter and nine months ended on December 31, 2024 as per Indian Accounting Standards (Ind AS) along with the Limited Review Report thereon as received from the Statutory Auditor of the Company;

3. On recommendation of Nomination and Remuneration Committee, approved Appointment of Ms. Shobha Bharti (DIN: 05318463) as an Additional Director (Non-Executive, Independent) w.e.f. February 10, 2025 till ensuing Shareholder's Meeting or within a period of 3 (three) months from the date of appointment whichever is earlier, as per SEBI (LODR) Regulations, as amended. The term of her appointment as an Independent Director will be for a period of 5 year's subject to the approval of shareholders.

   We hereby confirm that Ms. Shobha Bharti (DIN: 05318463) satisfies the criteria of independence prescribed under the Companies Act, 2013 and SEBI Listing Regulations and that she is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

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4. Took note of resignation of Mr. Kunjal Jayantkumar Soni (DIN: 08160838) Independent Non-Executive Director of the Company, from the post of Independent Directorship of the Company w.e.f. **February 10, 2025.**

***The Disclosure pursuant to the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024 and under Regulation 30 of the SEBI (LODR) Regulations, 2015 is enclosed herewith as "Annexure I" respectively.***

**Further, due to resignation and appointment of director, the Board of Directors of the Company at its meeting held on Monday, February 10, 2025, have approved, and reconstituted the following Committees of the Board with immediate effect:**

## RE-CONSTITUTION OF AUDIT COMMITTEE

The Board informed that as per the provisions of Section 177 of the Companies Act, 2013 and to comply with Regulation 18 of SEBI (LODR) Regulations, 2015, shall reconstitute an Audit Committee w.e.f. **Monday, February 10, 2025**, to add Director as member of the Committee. The reconstituted Committee shall comprise with following members:

| Sl. No | Committee Members | Designation in the Committee | Become Member or Chairman | Designation in the Board |
|---|---|---|---|---|
| 1 | Ms. Shobha Bharti | Chairperson | 10-02-2025 | Non-Executive Independent Director |
| 2 | Ms. Shivani Rajeshbhai Pathak | Member | 17-06-2024 | Non-Executive Independent Director |
| 3 | Mr. Vinod Kanubhai Rana | Member | 30-06-2022 | Non-Executive Independent Director |
| 4 | Mr. Kushal Nitinbhai Patel | Member | 03-11-2023 | Managing Director |
| 5 | Mr. Nitinbhai Govindbhai Patel | Member | 03-11-2023 | Chairman cum Managing Director |

## RE-CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE

The Board informed that as per the provisions of Section 178(1) of the Companies Act, 2013 and also to comply with Regulation 19 of SEBI (LODR) Regulations, 2015, shall reconstitute a nomination and Remuneration Committee w.e.f. **Monday, February 10, 2025** to add Director as member of the Committee. The reconstituted Committee shall comprise with following members:

| Sl. No | Committee Members | Designation in the Committee | Become Member or Chairman | Designation in the Board |
|---|---|---|---|---|
| 1 | Ms. Shobha Bharti | Chairperson | 10-02-2025 | Non-Executive Independent Director |
| 2 | Ms. Shivani Rajeshbhai Pathak | Member | 17-06-2024 | Non-Executive Independent Director |
| 3 | Mr. Vinod Kanubhai Rana | Member | 22-02-2022 | Non-Executive Independent Director |
| 4 | Mr. Utsav Himanshu Trivedi | Member | 03-11-2023 | Non-Executive Independent Director |
| 5 | Mr. Nitinbhai Govindbhai Patel | Member | 03-11-2023 | Chairman cum Managing Director |

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## RE-CONSTITUTION OF STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board informed that as per the provisions of Section 178 of the Companies Act, 2013 shall reconstitute a Stakeholders Relationship Committee w.e.f. **Monday, February 10, 2025**. The reconstituted Committee shall comprise with following members:

| Sl. No | Committee Members | Designation in the Committee | Become Member or Chairman | Designation in the Board |
|---|---|---|---|---|
| 1 | Mr. Utsav Himanshu Trivedi | Chairperson | 03-11-2023 | Non-Executive Independent Director |
| 2 | Ms. Shivani Rajeshbhai Pathak | Member | 17-06-2024 | Non-Executive Independent Director |
| 3 | Ms. Shobha Bharti | Member | 10-02-2025 | Non-Executive Independent Director |
| 4 | Mr. Vinod Kanubhai Rana | Member | 22-02-2022 | Non-Executive Independent Director |
| 5 | Mr. Nitinbhai Govindbhai Patel | Member | 03-11-2023 | Chairman cum Managing Director |

## RE-CONSTITUTION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board informed that as per the provisions of the Companies Act, 2013 shall reconstitute a Corporate Social Responsibility Committee w.e.f. **Monday, February 10, 2025**. The reconstituted Committee shall comprise with following members:

| Sl. No | Committee Members | Designation in the Committee | Become Member or Chairman | Designation in the Board |
|---|---|---|---|---|
| 1 | Mr. Nitinbhai Govindbhai Patel | Chairperson | 03-11-2023 | Chairman cum Managing Director |
| 2 | Mr. Kushal Nitinbhai Patel | Member | 21-06-2021 | Managing Director |
| 3 | Mr. Utsav Himanshu Trivedi | Member | 03-11-2023 | Non-Executive Independent Director |
| 4 | Ms. Shobha Bharti | Member | 10-02-2025 | Non-Executive Independent Director |

## RE-CONSTITUTION OF RISK MANAGEMENT COMMITTEE

The Board informed that as per the provisions of the Companies Act, 2013 shall reconstitute a Risk Management Committee w.e.f. **Monday, February 10, 2025**. The reconstituted Committee shall comprise with following members:

| Sl. No | Committee Members | Designation in the Committee | Become Member or Chairman | Designation in the Board |
|---|---|---|---|---|
| 1 | Mr. Nitinbhai Govindbhai Patel | Chairperson | 03-11-2023 | Chairman cum Managing Director |
| 2 | Mr. Kushal Nitinbhai Patel | Member | 28-04-2023 | Managing Director |
| 3 | Mr. Utsav Himanshu Trivedi | Member | 28-04-2023 | Non-Executive Independent Director |
| 4 | Ms. Shobha Bharti | Member | 10-02-2025 | Non-Executive Independent Director |

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5. All other business as per Agenda Circulated.

The Meeting of the Board Commenced at 05:00 p.m. and concluded at 06:30 p.m. The above information will be available on the website of the Company at www.axitacotton.com.

The above information is also available on the website of the Company www.axitacotton.com.

Kindly take the same on your records and oblige us.

Thanking You,

Yours Faithfully,
**FOR AXITA COTTON LIMITED**

Shyamsunder Kiranbhai Panchal
Digitally signed by Shyamsunder Kiranbhai Panchal
Date: 2025.02.10 19:22:27 +05'30'

AXITA COTTON LIMITED INDIA

**Shyamsunder Panchal**
**Company Secretary and Compliance Officer**
**Memb. No. A50793**

**Place:** Ahmedabad
**Date:** 10-02-2025

**Encl. As above**

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**Annexure - I"**

**Disclosures under Regulation 30 read with Para A of Part A of Schedule III - of the of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and pursuant to the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024.**

**1. Appointment of Ms. Shobha Bharti (DIN: 05318463) as an Additional Director (Non-Executive, Independent) of the Company.**

| | | |
|---|---|---|
| a. | **DIN** | 05318463 |
| b. | **Name of Director** | Ms. Shobha Bharti |
| c. | **Reason of change viz. appointment, ~~resignation, removal, death~~ or ~~otherwise~~** | Appointment an Additional Director (Non-Executive, Independent) |
| d. | **Date of Appointment / Re-appointment / ~~cessation~~ (as applicable) & term of appointment/~~re-appointment~~;** | Date of Appointment: - February 10, 2025<br><br>Term of Appointment: - As per recommendations of Nomination and Remuneration Committee as its meeting held on today i.e. February 10, 2025, the Board of Directors of the Company has appointed Ms. Shobha Bharti as an Additional Director (Non-Executive, Independent) w.e.f. February 10, 2025 till ensuing Shareholder's Meeting or within a period of 3 (three) months from the date of appointment whichever is earlier, as per SEBI (LODR) Regulations, as amended. The term of her appointment as an Independent Director will be for a period of 5 year's subject to the approval of shareholders. |
| e. | **Brief Profile** | Shobha Bharti is a Senior Company Secretary with over 12 years of experience in Company Secretarial functions, Corporate Governance, and Listing Compliance. She has a strong ability to advise the board on legal and governance matters, facilitate effective communication between boards, committees, senior management, and shareholders, and liaise with external regulators and advisors. She has been awarded the Special Achievement Award by the Ahmedabad Chapter of ICSI in 2024. She holds certificate courses in Company Law, Corporate Restructuring, Insolvency, Liquidation, and Interpretation of Statutes from ICSI, New Delhi, all completed in 2024. |
| f. | **Disclosure of relationship between Directors** | Not related to any Directors & KMP of the Company |
| g. | **Other Directorships** | |
| h. | **Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.** | To the best of our knowledge and information, we hereby confirm that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI order or any other authority. |

| Name of Company | Designation | Appointment Date | Committee Position |
|---|---|---|---|
| Amazoone Ceramics Limited | Independent Director | 30/06/2018 | Nil |
| Surili Music Club Limited | Independent Director | 30/08/2022 | Nil |
| Crystal Ceramic Industries Limited | Independent Director | 29/10/2021 | Nil |

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**2. Cessation of Mr. Kunjal Jayantkumar Soni (DIN: 08160838) from the post of Independent Director (Non-Executive) of the Company and Committee of the Board.**

| | | |
|---|---|---|
| a. | DIN | 08160838 |
| b. | Name of Director | Mr. Kunjal Jayantkumar Soni |
| c. | Reason of change viz. ~~appointment~~, Resignation, ~~removal~~, ~~death~~ or ~~otherwise~~ | Resignation of Mr. Kunjal Jayantkumar Soni (DIN: 08160838) as Independent Director of the Company due personal reasons and other professional commitments. |
| d. | Date of ~~appointment~~ / cessation (as applicable) & term of ~~appointment~~ | With effect from close of business hours on February 10, 2025 |
| e. | Brief profile (in case of Appointment); | Not Applicable |
| f. | Disclosure of relationships between Directors (in case of appointment of a director) | Not Applicable |
| g. | Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 & NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 | Not Applicable |
| **Additional Information in case of resignation of an Independent Director (Schedule III - Para A (7B) of Part A of SEBI LODR)** | | |
| h. | Letter of Resignation along with detailed reason for resignation. | Enclosed herewith |
| i. | Names of Listed Companies in which resigning director holds directorship | Name of Listed Entities: Yuranus Infrastructure Limited; Category of Directorship: Independent Director; Membership of Board Committees: 2 |
| j. | The independent director shall, along with the detailed reasons, also provide confirmation that there is no other material reasons other than those provided. | The required confirmation has been provided in the enclosed resignation letter. |

AXITA COTTON LIMITED INDIA

# KUNJAL JAYANTKUMAR SONI

**Address: B-12, Indraprasth Appartment, Bodakdev, Ahmedabad. Gujarat- 380054**


**Date:** 10-02-2025

To,
The Board of Directors,
**AXITA COTTON LIMITED**
Servey No. 324,357,358,
Kadi Thol Road, Borisana,
Kadi, Mahesana - 382715

Dear Sir,

**Sub: Resignation from directorship of the Company**

This is to inform the Board that due to personal reasons and other professional commitments; I am not in a position to devote my time to the affairs of the Company. Accordingly, I am submitting my resignation as Independent Director of the Company with effect from the closure of working hours of 10th February, 2025.

I confirm there are no other material reason than that stated above for my resignation. You are requested to kindly take the same on record and acknowledge.

I take this opportunity to convey my gratitude to the Board of Directors of Company for their cooperation and support during my tenure as an Independent Director. I convey my best wishes for the future growth & success of the Company.

Thanking you.

Yours Faithfully,

**KUNJAL JAYANTKUMAR SONI**
**INDEPENDENT DIRECTOR**
**DIN:08160838**

**Date & Time of Download : 10/02/2025 19:25:54**

## BSE ACKNOWLEDGEMENT

| | |
|---|---|
| **Acknowledgement Number** | 8983486 |
| **Date and Time of Submission** | 2/10/2025 7:25:39 PM |
| **Scripcode and Company Name** | 542285 - Axita Cotton Ltd |
| **Subject / Compliance Regulation** | Announcement under Regulation 30 (LODR)-Change in Management |
| **Submitted By** | Shyamsunder Panchal |
| **Designation** | Company Secretary &Compliance Officer |

**Disclaimer** : - Contents of filings has not been verified at the time of submission.

National Stock Exchange Of India Limited

***Date of*** 10-Feb-2025

## ***NSE Acknowledgement***

| | |
|---|---|
| **Symbol:-** | AXITA |
| **Name of the Company: -** | Axita Cotton Limited |
| **Submission Type:-** | Announcements |
| **Short Description:-** | Change in Management |
| **Date of Submission:-** | 10-Feb-2025 07:26:49 PM |
| **NEAPS App. No:-** | 2025/Feb/44034/8650 |

Disclaimer : We hereby acknowledge receipt of your submission through NEAPS. Please note that the content and information provided is pending to be verified by NSEIL.