

**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)**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

## 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)

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

## 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 Bungalows, Shilaj, Ahmedabad-380059

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

---

**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.