

## LAKHOTIA POLYESTERS (INDIA) LIMITED

[CIN: L17120MH2005PLC155146]

Address: 158/159 Samartha Sahkariaudyogik Vasahat LTD, Pimpal- Gaon  
(Baswant) Tal Niphad Dist. Nashik, 422209;

Tel: 02550-252300, Fax: 02550-252300

Email: [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in), Website: [www.lakhotiapoly.in](http://www.lakhotiapoly.in)

### NOTICE OF THE 16<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 16<sup>th</sup> Annual General Meeting of the members of **LAKHOTIA POLYESTERS (INDIA) LIMITED** will be held on Thursday, September 30, 2021 at 3.00 p.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2021 including audited Balance Sheet as at March 31, 2021 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. To re-appoint Mrs. Jayshree Lakhotia (DIN: 05357609), who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible offers herself for re-appointment.

3. ***To consider and, if thought fit, to pass, the following resolution as an ordinary resolution;***

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s Jain Chhajed & Associates., Chartered Accountants, (ICSI Firm Registration No. 132748W), who have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of the 16<sup>th</sup> Annual General Meeting till the conclusion of the 21<sup>st</sup> Annual General Meeting to be held in the year 2026

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to fix the remuneration payable and the reimbursement of out-of-pocket expenses, if any, and to do or perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution to the said Auditors."

#### **SPECIAL BUSINESS**

4. ***To consider and, if thought fit, to pass, the following resolution as an ordinary resolution***

**RESOLVED THAT** pursuant to the recommendation of the Board Governance, Nomination and Compensation Committee and the Board of Directors and pursuant to Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and in partial modification of the resolutions passed by the Members at the 14<sup>th</sup> Annual General Meeting of the Company held on September 29, 2019, consent of the Members of the Company be and is hereby accorded to revise the terms of remuneration payable to Mr. Madhusudhan Lakhotia (DIN: 00104576), as Managing Director of the Company with effect from October 01, 2021 as follows:

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- Salary in the range of Rs. 900,000 (Rupees Nine lac only) per annum to Rs. 1,200,000 (Rupees Twelve lac only) per annum, and can be paid as basic salary and through various allowances like Leave Travel Allowance, Commutation Allowance, House Rent Allowance, which one can plan as per the Company policy.
- contribution to Provident Fund, Pension Fund, and Superannuation as per Company policy and Gratuity in accordance with the provisions of the Payment of Gratuity Act.
- **Other Perquisites and Benefits:** a) Furniture & Equipment: As per Company policy. b) Club Fees c) Personal Accident Insurance, Group Life Insurance: Personal accident cover and group life insurance cover as per Company policy. d) Medical: Reimbursement of self, spouse and dependent children up to maximum of one month's basic pay as per the Company policy. In addition, he will be entitled to medical insurance and annual health check-up as per Company policy. e) Leave with full pay and allowance: Leave with full pay and allowance as per Company's policy. f) Reimbursement of travel, stay and entertainment expenses actually and properly incurred in the course of business as per the Company's policy.
- **Minimum remuneration:** Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the Executive Chairman, the Company has no profits, or its profits are inadequate, the Company will pay remuneration by way of salary including perquisites and allowances as specified under Section II of Part II of Schedule V to the Companies Act, 2013.
- **Sitting Fees:** The Managing Director shall not be entitled to sitting fees for attending the meetings of the Board of Directors of the Company or any committees thereof.

**RESOLVED FURTHER THAT** the overall remuneration payable to Mr. Madhusudhan Lakhotia shall not exceed the limits prescribed under the applicable provisions of the Companies Act, 2013 and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**RESOLVED FURTHER THAT** apart from the aforesaid revision in remuneration, the other terms and conditions of appointment of Mr. Madhusudhan Lakhotia, as previously approved by the shareholders at the 14<sup>th</sup> Annual General Meeting of the Company held on September 29, 2019, shall remain unchanged and continue to be effective.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration based on the recommendation of the Board Governance, Nomination and Compensation Committee subject to the applicable provisions of the Companies Act, 2013 and the overall remuneration not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolutions."

**By Order of the Board of Directors  
of Lakhotia Polyesters (India) Limited**

**Madhusudan Lakhotia**

(Managing Director)

DIN: 00104576

Email id: [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in)

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Place: Nashik

Dated; September 06, 2021

### Registered Office:

158/159 Samartha Sahkariaudyogik  
Vasahat Ltd, Pimpal – Gaon (Baswant)  
Tal Niphad Dist. Nashik – 422209

### NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the “Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”) and MCA Circulars, the AGM of the Company will be held through VC / OAVM.
2. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
3. Since this AGM is being held through VC / OAVM, pursuant to MCA Circulars, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM 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 its registered email address to [rmimani@csrma.in](mailto:rmimani@csrma.in)/[mmimani@csrma.in](mailto:mmimani@csrma.in) with a copy marked to [evoting@cdslindia.com](mailto:evoting@cdslindia.com).
5. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, September 25, 2021 to Thursday, September 30, 2021, (both days inclusive) for the purpose of Annual General Meeting of the Company.
6. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with **Link Intime India Private Limited** in case the shares are held by them in physical form.
7. 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** in case the shares are held by them in physical form.
8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

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10. Members desiring any clarification on accounts are requested to write to the Company at an early date through email on [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in) so as to enable the Company to keep the information ready.
11. In compliance with the aforesaid MCA Circulars and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 read with SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website at [www.lakhotiapoly.in](http://www.lakhotiapoly.in) websites of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the website of CDSL: <https://www.evotingindia.com>
12. If you have shares registered in the same name or in the same order of names but in multiple Folios, you are requested to send to the Company or **Link Intime India Private Limited**, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.

### 13. Instructions for e-voting and joining the AGM are as follows:

- (a) 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 MCA Circulars, the Company is providing facility of remote e-voting to its shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- (b) 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 to all the members of the Company.
- (c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- (d) The instructions for shareholders voting electronically are as under:
  - (i) The voting period begins on Monday, September 27, 2021 at 9.00 a.m. and ends on Wednesday, September 29, 2021 at 5.00 pm. During this period shareholders of the Company, holding shares as on the cut-off date (record date) i.e., Friday September 24, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) 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 MCA Circulars, the Company is required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level. Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account

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holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

- (iv) In terms of SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to aforementioned SEBI Circular, login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode is given below:

### (a) Individual Shareholders holding securities in Demat mode with CDSL

- 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 URL for users to login to Easi/ Easiest are <https://web.cdslindia.com/myeasi/home/login> or visit [www.cdslindia.com](http://www.cdslindia.com) and click on Login icon and select New System Myeasi.
- 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 the 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 and voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e., CDSL / NSDL / LINKTIME, so that the user can visit the e-Voting service providers' website directly.
- If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from an e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page or click on [https://evoting.cdslindia.com/Evoting/Evoting Login](https://evoting.cdslindia.com/Evoting/EvotingLogin). The system will authenticate the user by sending OTP on registered mobile number and email ID as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

### (b) Individual Shareholders holding securities in demat mode with NSDL

- If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting

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service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

- If the user is 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>
- 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting

(c) Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**

- You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider’s website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

**Important note:**

Shareholders 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., CDSL and NSDL.

Login Type	Helpdesk Details
Individual Shareholders holding securities in Demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nSDL.co.in">evoting@nSDL.co.in</a> or call at toll free No.: 1800 1020 990 and 1800 22 44 30

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form:
- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - Click on “Shareholders” module.

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- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - Next enter the Image Verification as displayed and click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any Company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li></ul>

- After entering these details appropriately, click on “SUBMIT” tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

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- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

### **PROCESSES FOR THOSE SHAREHOLDERS WHO'S EMAIL ADDRESSES/MOBILE NUMBER ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- (i) For Physical shareholders- please provide necessary details like 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 Company/RTA email id.
- (ii) For Demat shareholders - please provide Demat account details (CDSL-16-digit beneficiary ID or NSDL-16-digit DPID + CLID), 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) +Update Email ID/Mobile Number to Company/RTA email id.
- (iii) The Company/RTA shall co-ordinate with CDSL and provides the login credentials to the above-mentioned shareholders.

### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- (i) Shareholder will be provided with a facility to attend the 16<sup>th</sup> AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- (ii) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (iv) 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.

### **INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE 16<sup>TH</sup> AGM ARE AS UNDER: -**

- (i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- (ii) Only those shareholders, who are present in the 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 available during the AGM.
- (iii) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- (iv) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.



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Tel: 02550-252300, Fax: 02550-252300

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- (v) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (Company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (Company email id). These queries will be replied to by the Company suitably by email.
- (vi) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (vii) Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [rmimani@csrma.in](mailto:rmimani@csrma.in)/[mmimani@csrma.in](mailto:mmimani@csrma.in); [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.

### Other Instructions:

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
2. The result declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.lakhotiapoly.in](http://www.lakhotiapoly.in) and on the website of CDSL <https://www.evotingindia.com> immediately. The Company shall simultaneously forward the results to BSE Limited, where the share of the Company is listed.

**LAKHOTIA POLYESTERS (INDIA) LIMITED**

[CIN: L17120MH2005PLC155146]

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14. All documents referred to in the accompanying Notice and the Explanatory Statements are open for inspection at the Registered Office of the Company during the office hours on all working days except Saturdays between 11.00 a.m. and 1.00 p.m. up to the date of meeting.
15. The statement pursuant to section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed herewith.

**By Order of the Board of Directors  
of Lakhotia Polyesters (India) Limited**

**Madhusudan Lakhotia**

(Managing Director)

DIN: 00104576

Email id: [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in)

Place: Nashik

Dated: September 06, 2021

**EXPLANATORY STATEMENT ANNEXED TO THE NOTICE FOR ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**ITEM NO. 03**

M/s Jain Chhaged & Associates., Chartered Accountants, (ICSI Firm Registration No. 132748W) was appointed as Statutory Auditor of the Company by the shareholders of the Company through postal ballot resolution dated January 21, 2021 to fill the casual vacancy, would hold the office till the date of the ensuing Annual General Meeting.

M/s Jain Chhaged & Associates., Chartered Accountants, have given their consent and confirmed that they are eligible for re-appointment.

Accordingly, the Board of Directors recommend to re-appoint M/s Jain Chhaged & Associates., Chartered Accountants for a period of 5 years from the conclusion of the ensuing 16<sup>th</sup> Annual General Meeting till the conclusion the 21<sup>st</sup> Annual General Meeting held in the year 2026.

Accordingly, ordinary resolution is being submitted for the approval of members at item no. 3 of the notice.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned interested in the said resolution.

**ITEM NO. 04**

Mr. Madhusudhan Lakhotia was appointed as Managing Director of the Company with effect from April 01, 2019, to hold office for a term up to March 31, 2024. The terms of appointment and remuneration were approved by the Members vide resolution passed at the 14<sup>th</sup> Annual General Meeting of the Company held on September 29, 2019.

In recognition of the leadership and strategic guidance provided by Mr. Madhusudhan Lakhotia to the Company as Managing Director over the last couple of years, and to ensure that the overall remuneration payable to him shall not exceed the limits of remuneration approved by the Members of the Company, the Board Governance, Nomination and Compensation Committee and the Board of Directors have, at the meeting held on September 06, 2021, approved revision in the terms of remuneration payable to Mr. Madhusudhan Lakhotia, in accordance with the provisions contained in

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Section 196, 197, 198 and 203 of the Companies Act, 2013, subject to the approval of Members of the Company.

In this regard, it is proposed to revise the remuneration payable to Mr. Madhusudhan Lakhotia and increase the range of salaries to Rs. 900,000 (Rupees Nine lacs only) per annum to 1,200,000 (Rupees Twelve lacs only) per annum.

Members may note that the proposed revision is only enabling in nature and for the purpose of providing absolute clarity, if any, within the proposed overall range of remuneration as may be approved by the Board of Directors based on the recommendation of the Nomination and Compensation Committee from time to time.

The revision in terms of remuneration shall be effective from October 01, 2021 and apart from the revision in terms of remuneration stated in the resolutions at Item No. 4, the other terms and conditions of appointment of Mr. Madhusudhan Lakhotia, as previously approved by the shareholders at the 14<sup>th</sup> Annual General Meeting of the Company held on September 29, 2019 shall remain unchanged and continue to be effective.

In accordance with the provisions contained in Section 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V and applicable rules, approval of the Members is requested by way of an Ordinary Resolution for the revised terms of remuneration of Mr. Madhusudhan Lakhotia as stated in the resolution at Item No. 4.

Except Mr. Madhusudhan Lakhotia and Mrs. Jayashree Lakhotia, and/or their relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board of Directors recommends the resolution proposing the revision in the terms of remuneration of Mr. Madhusudhan Lakhotia, as set out in Item No. 4 for approval of the Members by way of an Ordinary Resolution.

**By Order of the Board of Directors  
of Lakhotia Polyesters (India) Limited**

**Madhusudan Lakhotia**

(Managing Director)

DIN: 00104576

Email id: [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in)

Place: Nashik

Dated; September 06, 2021

**LAKHOTIA POLYESTERS (INDIA) LIMITED**

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Email: [info@lakhotiapoly.in](mailto:info@lakhotiapoly.in), Website: [www.lakhotiapoly.in](http://www.lakhotiapoly.in)**PROFILE OF DIRECTOR****(Seeking Appointment / Re-appointment)**

(As per Regulation 36 of SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015 and Secretarial Standards – 2)

**ANNEXURE TO ITEM NOS. 2 OF THE NOTICE**

Details of Director seeking appointment and re-appointment at the forthcoming Annual General Meeting

<b>Name of Director</b>	Mrs. Jayshree Lakhotia
<b>Date of Birth</b>	October 03,1982
<b>Nationality</b>	Indian
<b>Date of First Appointment on the Board</b>	July 24, 2012
<b>Qualifications</b>	Bachelor of Commerce from Maharshi Dayanand Saraswati University, Ajmer.
<b>Expertise in specific functional Areas</b>	Day to day Management Process
<b>No. of Shares held in the Company (as on March 31, 2021)</b>	155,064
<b>List of Directorships held in other Companies</b>	Nil
<b>Chairman/Member in the Committee of the Boards of Companies in which she is a director</b>	Two (2), including this Company
<b>Terms and Conditions of Appointment/re- appointment</b>	Directors liable to retire by rotation in terms of the provisions of section 152 and other applicable provisions of Companies Act, 2013
<b>Remuneration paid (Paid in the last year)</b>	240,000/-
<b>Relationship with other Directors</b>	Wife of Mr. Madhusudhan Lakhotia, Managing Director
<b>No. of Board Meetings attended in financial year 2020-21</b>	Six (06)