



A .K. SPINTEX LIMITED

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NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that **Extra Ordinary General Meeting** of the Members of **A.K. Spintex Limited** will be held on the Monday, March 31, 2025 at 12.00 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OVAM") **to transact the following businesses:**

SPECIAL BUSINESS:

1. ALTERATION OF MAIN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with applicable Rules and Regulations made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, permissions and sanctions of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and are hereby accorded to add new objects as sub-clause 4, 5 and 6 in the main object clause of Memorandum Association of Company after the existing sub-clause 3 of MOA, the new sub-clause of Clause III follows as under.

III. THE MAIN OBJECT CLAUSE TO BE PURSUED BY THE COMPANY AFTER THE CHANGES ARE:

4. To carry on business in India and elsewhere as Manufacturer, trader, distributor, dealer of Cosmetics products, personal care products, Health care Products, Home care Products, Plant care products, pet care products, veterinary products and packing material and all other allied/incidental products as well as intermediate chemicals related to above.
5. To carry on business in India and elsewhere as Manufacturer, trader, distributor, dealer, processor of all type of food products including but not limited to various types of spices, snacks, sweets, seeds, flavored drink, premixes, edible oil and all other allied/incidental products related to above.
6. To carry on business in India and elsewhere as manufacturer, trader, producer, processor, refiner, mixer, blender, formulator, importer, exporter, distributor and dealer in all kind of oils and chemical and all allied goods including but not limited to soap noodles, surfactants, glycerine, detergents, fatty acids and other ingredients used in the production of above.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized on the behalf of the Company to sign and submit necessary E-Forms forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary in this regard to give effect to the aforesaid resolution."

2. APPROVAL FOR CHANGE OF NAME OF THE COMPANY:

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

"RESOLVED THAT pursuant to section 4, 5, 13, 14 ,15 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable provisions and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the provisions of the Memorandum and Articles of Association of the Company and Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval of the Central Registration Centre, Registrar of Companies and/ or Stock Exchanges and/or any other appropriate regulatory/statutory authorities/departments as may be necessary, the consent of the Members of the Company be and is hereby accorded for change in name of the Company from **"A.K. Spintex Limited"** to **"Sunrakshakk Industries India Limited"** OR **"Sunrakshakk India Limited"** or any other name as may be approved by Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT Name Clause being Clause I of the Memorandum of Association of the Company be altered accordingly and substituted with the following clause: "Sunrakshakk Industries India Limited" OR "Sunrakshakk India Limited" as may be approved by Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs or any other name as may be approved by Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT upon issuance of the fresh certificate of incorporation by the Registrar of Companies consequent upon change in name, the Memorandum of Association and the Articles of Association, and all other relevant documents including agreements, deeds, documents, contracts, letterheads, wherein the Company is a party or interested, and at all other places, wherever appearing, shall stand altered as below: The name **"A.K.Spintex Limited"** will be substituted with the new name **"Sunrakshakk industries India Limited"** OR **"Sunrakshakk India Limited"** or any other name as may be approved by Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all necessary steps and actions, execute all requisite documents, and undertake all such acts, deeds, matters, and things as may be deemed necessary, appropriate, or desirable in its absolute discretion to give full effect to this resolution.

RESOLVED FURTHER THAT the Board is empowered to address and resolve any questions, difficulties, or doubts that may arise during the course of implementation, at any stage, without the need for any further approval or consent from the Members of the Company, it being the intent that the Members' approval is hereby expressly granted by the authority of this resolution."

3. INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and read with the Companies (Share Capital & Debentures) Rules, 2014 rules framed thereunder, if any, approval of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs.12,50,00,000/- (Rupees Twelve Crore Fifty lakhs Only) divided into 1,25,00,000 (One Crore Twenty Five Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs.21,00,00,000/- (Rupees Twenty One Crore Only) divided into 2,10,00,000 (Two Crore Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to rank pari-passu with the existing Equity Shares of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act, read with the Companies (Incorporation) Rules, 2014, including any statutory modification(s) thereof, the existing Clause V of the Memorandum of Association of the Company be substituted with the following new Clause:

V. The Authorised Share Capital of the Company is Rs.21,00,00,000/- (Rupees Twenty One Crore Only) divided into 2,10,00,000 (Two Crore Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only).

RESOLVED FURTHER THAT the Board of Directors of the Company [which expression shall include any Committee thereof or any other person(s) as may be authorized by the Board in that behalf], be and is hereby authorized to undertake, execute all such acts, deeds, matters and things as they may deem necessary, proper and/ or expedient, to apply for requisite approval(s) of the statutory or regulatory authorities, as may be required, to carry out all requisite, incidental, consequential steps and to settle any question, difficulty or doubt that may arise in order to give full effect to this resolution.”

4. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:

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

“RESOLVED THAT pursuant to provisions of Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactments thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (“SEBI (ICDR) Regulations, 2018”), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (“Takeover Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”), Reserve Bank of India (“RBI”), the Ministry of Corporate Affairs, the respective stock exchanges where the equity shares of the Company are listed (“Stock Exchanges”), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchanges and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchanges and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board” which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, the consent of the members of the Company be and are hereby accorded to the Board in its absolute discretion to create, offer, issue and allot, Equity Shares by way of Preferential Allotment, up to 11,75,600 Equity Shares, of the Company, at a price of Rs.840/- per Equity Share having face value of Rs.10/- (Rupees Ten Only) each at a premium of Rs. 830/- making total issue price of Rs. 840/- (Rs. Eight Hundred Thirty Five Only) each aggregating to Rs.98,75,04,000 /- (Rupees Ninety Eight Crore Seventy Five Lakhs Four Thousands only) to the Promoter group and Non Promoters of the Company (hereinafter referred to as the “Proposed Allottees/Investors”) as mentioned below and as more particularly mentioned in the explanatory statement setting out material facts on preferential basis :

Sr. No.	Name of the Proposed Allottees	Category	No. of Shares to be allotted	Name of the Ultimate Beneficial Owner
1.	Tilok Chand Chhabra	Promoter	60,000	-
2.	Saurabh Chhabra	Promoter	1,80,000	-
3.	Fashion Suitings Pvt Ltd	Promoter Group	5,00,000	1. Tilok Chand Chhabra 2. Saurabh Chhabra
4.	Prakash Chand Chhabra	Promoter Group	6,000	-
5.	Beena Chhabra	Promoter Group	1,200	-
6.	Swati Gangwal	Promoter Group	12,000	-
7.	Authum Investment and Infrastructure Limited	Non Promoter	2,45,000	Alpana Dangi
8.	Avira Investment Private Limited	Non Promoter	60,000	1. Sushil Kumar Dangi 2. Sunita Sushilkumar Dangi
9.	Latisha Inani	Non Promoter	12,000	-
10.	Ranjana Shah	Non Promoter	12,000	-
11.	Sandeep Trucks Private Limited	Non Promoter	9,500	1. Sandeep Rathi 2. Shri Gopal Rathi
12.	Anjana Kumari Jain	Non Promoter	9,500	-
13.	Siddharth Gattani	Non Promoter	7,800	-
14.	Rahul Kumar Gaggar HUF	Non Promoter	6,000	Rahul Kumar Gaggar
15.	Mohit Kumar Gaggar HUF	Non Promoter	6,000	Mohit Kumar Gaggar
16.	Rohit Kumar Gaggar HUF	Non Promoter	6,000	Rohit Kumar Gaggar
17.	Rahul Somani	Non Promoter	6,000	-
18.	Neelam Parwal	Non Promoter	6,000	-
19.	Gopal Lal Melana	Non Promoter	6,000	-
20.	Akash Mansinghka	Non Promoter	3,600	-
21.	Alka Maru	Non Promoter	3,000	-
22.	Sumati Kumar Anant Kumar	Non Promoter	3,000	Sumati Kumar Jain
23.	Preeti Jain	Non Promoter	3,000	-

24.	Pooja Galundia	Non Promoter	3,000	-
25.	Satya Narayan Inani	Non Promoter	3,000	-
26.	Manish Kumar Jain HUF	Non Promoter	3,000	Manish Kumar Jain
27.	Nirupama Jain	Non Promoter	3,000	-
	TOTAL		11,75,600	

RESOLVED FURTHER THAT the offer, issue and allotment of the aforesaid Equity Shares to the Proposed Allottees, shall be subject to applicable guidelines, notifications, rules and regulations and on the terms and conditions given herein below:

- a) An amount equivalent to 100% of the consideration shall be paid by the proposed allottees on or before the date of allotment of Equity Shares. The Investors shall make payment of Issue Price of Equity Shares from their own bank account into the designated bank account of the Company.
- b) The Equity Shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and be issued in dematerialized form only.
- c) The Equity Shares proposed to be issued shall rank pari passu with the existing Equity Shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any;
- d) The pre-preferential shareholding of the Proposed Allottee's, if any, shall be under lock-in for such period as may be prescribed under Regulation 167 of Chapter V of the SEBI ICDR Regulations.
- e) The Equity Shares so allotted to the Proposed Allottee's under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- f) The Equity Shares shall be allotted within a period 15 days from the date of passing the special resolution by the members OR after receiving in-principle approval letter from stock exchanges, whichever is later, provided that where the allotment of Shares is subject to receipts of any approval or permission from any regulatory or Government of India, the allotment shall be completed within a period of 15 days from the date of receipts of last date of such approvals or permission, as the case may be in compliance with Regulation 170 of the SEBI (ICDR) Regulations, 2018.

- g) The "Relevant Date" pursuant to Regulation 161 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 in relation to the above-mentioned Preferential Issue, shall be Friday, February 28, 2025 (the relevant date i.e. Saturday March 01, 2025 falls on a weekend, henceforth the day preceding the weekend i.e. Friday, February 28, 2025 is reckoned as the relevant date) which is a date 30 days prior to the meeting of members of the Company scheduled to be held to consider the Preferential Issue of equity shares.
- h) The price of each equity share to be issued is Rs.840/- per share read with Regulation 164 of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, whichever is higher.
- i) The Equity shares will be listed and traded on the BSE Limited ("BSE") where the existing shares of the Company are currently listed, subject to the receipt of necessary permissions and approvals from the exchange.

RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the "Relevant Date" for the purpose of determination of the price of the Equity Shares to be issued and allotted as above shall be Friday, February 28, 2025 (the relevant date i.e. Saturday March 01, 2025 falls on a weekend, henceforth the day preceding the weekend i.e. Friday, February 28, 2025 is reckoned as the relevant date) being the date falling 30 (thirty) days prior to the date of this Extraordinary General Meeting being held on Monday, March 31, 2025 to approve this offer.

RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock in for such periods as prescribed in Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT subject to the SEBI (ICDR) Regulations, 2018 and other applicable laws the Board be and is hereby authorized to decide and approve the other terms and conditions of the issue of the above-mentioned Equity Shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Stock Exchange/Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu with the existing equity shares of the Company in all respects.

RESOLVED FURTHER THAT the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this private placement shall be kept by the Company in a separate bank account opened and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue, allotment of the Equity Shares, any Director from the Board of Directors or/and Chief Financial Officer or/ and the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing, and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the

Company without being required to seek any further consent or approval of the members or otherwise.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and is hereby authorised to apply for the listing of New Equity Shares issued under the said preferential allotment to the BSE and do all acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, Practising Company Secretary and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company."

5. APPROVAL MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED BY THE COMPANY WITH RELATED PARTIES:

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

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to provision of regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), for entering into and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together with M/s. ACME Industries, a 'Related Party' as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations in the nature of purchase and/or sale of goods, services spares, and capital goods including land & building upto Rs. 200.00 Crore (Rupees Two Hundred Crore Only) per annum for the financial year 2025-26 as detailed in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company/ or Committee thereof be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company."

6. APPROVAL MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED BY THE COMPANY WITH RELATED PARTIES:

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

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to provision of regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), for entering into and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together with M/s. Spring Dell a 'Related Party' as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations in the nature of purchase and/ or sale of goods and services upto Rs.15.00 Crore (Rupees Fifteen Crore Only) per annum for the financial year 2025-26 as detailed in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company/ or Committee thereof be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company."

7. APPROVAL MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED BY M/s SUNRAKSHAK AGRO PRODUCT PRIVATE LIMITED, THE WHOLLY OWNED SUBSIDIARY WITH ITS RELATED PARTIES:

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

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to provision of regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Wholly owned Subsidiary Company viz. M/s. Sunrakshak Agro Product Private Limited for entering into and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together with M/s. ACME Industries, entity controlled by directors and a 'Related Party' as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations in the nature of purchase and/ or sale of goods and services upto Rs. 250.00 Crore (Rupees Two Hundred Fifty Crore Only) per annum for the financial year 2025-26 as detailed in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company/ or Committee thereof be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and

to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company."

8. APPROVAL MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED BY M/s SUNRAKSHAK AGRO PRODUCT PRIVATE LIMITED, THE WHOLLY OWNED SUBSIDIARY WITH ITS RELATED PARTIES:

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

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to provision of regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Wholly owned Subsidiary Company viz. M/s. Sunrakshak Agro Product Private Limited for entering into and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together with M/s. RCM Consumer Product Private Limited Industries, associate Company and a 'Related Party' as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations in the nature of purchase and/ or sale of goods and services upto Rs. 250.00 Crore (Rupees Two Hundred Fifty Crore Only) per annum for the financial year 2025-26 as detailed in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company/ or Committee thereof be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company."

9. TO CREATE MORTGAGE/CHARGE IN TERMS OF SECTION 180(1)(A) OF THE COMPANIES ACT, 2013:

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

RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) for the time being in force and any rules and regulations made there under, consent of the members of the Company be and is hereby accorded to the Board of Directors ("Board") to pledge, mortgage, lien, hypothecate and/or create charge, whether fixed or floating (in addition to any other hypothecation, pledge, lien, mortgage, charges created/ to be created by the Company), in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the immovable properties and movable assets (both tangible and intangible) of the Company, both present and future, and the whole or substantially the whole of the undertaking(s) or any properties of the Company where so ever situated, in favour of banks, financial institutions, investors, debenture holders or any other lenders and their agents

or trustees (together, the "Lenders") to secure any borrowings, debentures, financial assistance or financial indebtedness availed by the Company or any third party from time to time (including without limitation, the due payment of the principal and/or together with interest, at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other monies payable by the Company) (together, the "Financial Indebtedness") in terms of the financing documents, or any other documents, entered into or to be entered into between the Company and any Lender(s) in respect of the Financial Indebtedness, on such terms and conditions as may be agreed between the Company and any Lender(s), provided that the maximum extent of the Financial Indebtedness secured by the assets of the Company does not exceed Rs.500.00 Crores (Rupees Five Hundred Crores Only) at any time.

RESOLVED FURTHER THAT the pledge, mortgage, lien, hypothecation and/or charge created or to be created and all agreements, deeds, instruments or documents executed or to be executed and all acts necessary in terms of this resolution required to be done by the Company or the Board are hereby approved, confirmed and ratified.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

10. TO INCREASE THE BORROWING POWER LIMIT OF THE BOARD OF DIRECTORS UPTO RS. 500 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) for the time being in force and any rules and regulations made there under, the consent of the members of the Company be and is hereby accorded to the Board of Directors ("Board") for borrowing from time to time, as it may think fit, any sum or sums of money in any currency on such terms and conditions as the Board may deem fit, by way of loans, issuance of bonds, notes, debentures or other securities whether convertible into equity/ preference shares or not, from banks, financial or other institution(s), investors, mutual fund(s), or any other persons, up to an aggregate amount of Rs.500.00 crores (Rupees Five Hundred Crores Only) notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate, for the time being, of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deeds, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

11. TO APPROVE INTER-CORPORATE LOANS, INVESTMENTS, GUARANTEE OR SECURITY AND ACQUISITION UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

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

RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of all the earlier resolutions passed in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter

referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 100.00 Crore (Rupees One Hundred Crore Only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution."

12. CONSIDERED AND APPROVED AN APPOINTMENT OF MR. LOKESH MUNDRA (DIN: 07012943) AS A DIRECTOR UNDER NON-EXECUTIVE INDEPENDENT CATEGORY AND IN THIS REGARD, TO PASS THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION:

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (the "Act") (including any statutory modifications or re-enactments thereof for the time being in force) and Regulation 16(1)(b), 17, 25 and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company, Mr. Lokesh Mundra (DIN: 07012943), who was appointed as an Additional Director on the Board of the Company with effect from February 12, 2025 pursuant to Section 161 of the Act, who meets the criteria for independence under Section 149(6) of the Act, being so eligible, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five (5) years with effect from February 12, 2025 to February 12, 2030 and he will not be liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

Place: Bhilwara
Date: March 01, 2025

For and on the behalf of the Board of Directors,
A.K. SPINTEX LIMITED
Sd/-
PRAKASH CHAND CHHABRA
MANAGING DIRECTOR
DIN: 00155631

NOTES FOR MEMBERS'S ATTENTION

- 1.** The explanatory statement as required under Section 102 of the Companies Act, 2013 ("the Act") setting out all material facts and reasons relating to the resolutions contained in this Notice as set out above is annexed hereto.
- 2.** The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 09/2023 dated September 25, 2023 read with circular nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 and Securities Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 read with SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued in this regard, (collectively referred to as "relevant Circulars"), have permitted convening the Extra Ordinary General Meeting through VC or OAVM without physical presence of the Members. In accordance with the relevant Circulars, applicable provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Extra Ordinary General Meeting ("EGM" or "the Meeting") of the Company is being held through VC / OAVM.
- 3.** A Member entitled to physically attend and vote at the Extra Ordinary General Meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. Since this EGM is being held through VC / OAVM, physical attendance of Members has been dispensed with in line with the MCA Circulars. Accordingly, the facility for appointment of proxies by the Members will not be available for this EGM and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
- 4.** In this Notice, the term Member(s) or Shareholder(s) are used interchangeably.
- 5.** Institutional investors, who are Members of the Company, are encouraged to attend and vote at the EGM of the Company through VC / OAVM facility.
- 6.** Institutional / Corporate Shareholders (i.e. other than individuals / HUFs, NRIs, 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 EGM through VC / OAVM on its behalf and to vote through remote e-voting pursuant to Section 113 of the Companies Act, 2013 ("the Act"). The said resolution/ authorization shall be sent by registered email address to the Scrutinizer at corporatesolutions14@gmail.com and helpdesk.evoting@cdslindia.com.
- 7.** The brief details of the directors, who are being appointed/re-appointed, at this EGM are annexed hereto as per the requirements of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and the Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India ('ICSI').
- 8.** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has engaged Central Depository Services (India) Limited (CDSL)

as the authorized e-voting service provider, for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM ('Venue Voting') will be provided by CDSL.

- 9.** The facility of joining the EGM through VC/ OAVM will be opened 30 minutes before and will remain open for 15 minutes after the scheduled start time of the EGM, i.e. from 11:30 p.m. to 12:15 p.m.
- 10.** Further, those Members who have not updated their email addresses in the Demat account/Folio may get their email address and mobile number registered with Company's Registrar and Transfer Agent, Beetal Financial & Computer Services Pvt. Ltd ("RTA") latest by Friday, September 13, 2024 for receiving the Notice of EGM by sending an email to the RTA at their email ID: beetal@rediffmail.com.
- 11.** Members attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 12.** The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on Monday, March 24, 2025 being the Cut- off Date. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- 13.**
 - a) For non-individual Member, who acquires shares of the Company and becomes a Member after dispatch of the Notice, but holds shares as on the Cut-off Date for remote e-voting i.e. Monday, March 24, 2025, by sending a request at helpdesk.evoting@cdslindia.com or beetal@rediffmail.com.
 - b) For Individual Member, who acquires shares of the Company and becomes a Member after dispatch of the Notice, but holds shares as on the Cut-off Date for remote e-voting i.e. Monday, March 24, 2025, holding shares in NSDL / CDSL should login through the websites of NSDL / CDSL and can cast the votes during remote e-voting period.
 - c) Members will be provided with the facility for voting through an electronic voting system during the VC/OAVM proceedings at the EGM and Members participating at the EGM, who have not already cast their vote by remote e-voting, will be eligible to exercise their right to vote during such proceedings of the EGM. Members who have cast their vote by remote e-voting prior to the EGM will also be eligible to participate at the EGM but shall not be entitled to cast their vote again on such resolutions for which the Member has already cast the vote through remote e-Voting.
- 14.** In case of joint holders, the Member whose name appears as the first holder in the order of nam.es as per the Register of Members of the Company will be entitled to vote at the EGM.
- 15.** The Board of Directors has appointed M/s. Anil Somani & Co. (Membership No. ACS 36055), Practising Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process at the EGM in a fair and transparent manner and he has consented to act as Scrutinizer.
- 16.** The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.akspintex.com and on the website of CDSL at www.evotingindia.com immediately and on the Notice Board of the Company at its registered office after the

result 12 is declared. The Voting Results along with Scrutinizer's Report will also be submitted to the Stock Exchanges i.e. BSE Limited.

- 17.** Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI. In this regard, the Members/legal heirs of deceased Members are also requested to open demat account simultaneously for dematerializing the shares to their demat account(s) after transmission of shares in their name by the RTA of the Company.
- 18.** In support of the Green Initiative and in compliance with the MCA general circular no. 10/2022 dated 28.12.2022 and SEBI circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023, the notice of EGM is being sent by electronic mode to all the members whose email IDs are registered with the Company/Depository Participant(s). For Members who have not received the Notice of Extra Ordinary General Meeting due to change/ non-registration of their e-mail address with the Company/RTA/Depository Participants, they may request for the said Notice by sending an email at akspintex@gmail.com. Post receipt of such request and verification of details of the Shareholder, the Shareholder would be provided a soft copy of the said Notice unless the members have requested for a physical copy of the same. Physical copies are being sent by the permitted mode, if requested for the same.
- 19.** 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 to not 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 from time to time.

THE INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- 20.** The remote e-voting period begins on Friday, March 28, 2025 at 09:00 A.M. and ends on Sunday, March 30, 2025 at 05:00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in Dematerialized form, as on the cut-off date i.e. Monday, March 24, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 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.

- 21.** Pursuant to abovementioned SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.

	<p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>1) 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 eVoting page. Click on company name i.e. A.K. SPINTEX LIMITED or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the Meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select Register Online for IDeAS Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 eVoting 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</p>

	remote e-Voting period or joining virtual Meeting & voting during the Meeting.
Individual Shareholders (Holding securities in Demat mode) login through their Depository Participants (DP)	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 i.e. A,K,SPINTEX LIMITED Limited or e-Voting service provider name and you will be redirected to eVoting service provider website for casting your vote during the remote e-Voting period or joining virtual Meeting & voting during the Meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or Contact at Toll Free No. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022-4886 7000 and 022-2499 7000.

22. Login method for e-Voting and joining virtual meeting for Physical Shareholders and Shareholders other than Individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA

Bank Details or Date of Birth	Enter the 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. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Bank details field
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7) After entering these details appropriately, click on "SUBMIT" tab

8) 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.

9) shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

10) Click on the EVSN for "A.K.SPINTEX LIMITED"

11) 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.

12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

13) 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.

14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page

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.

There is also an optional provision to upload Board Resolution/ Power of Attorney if any uploaded, which will be made available to scrutinizer for verification

Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
- 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor 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 mandatory 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. akspintex@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same

23. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER :

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as per the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops/iPad for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the EGM may register themselves as a speaker by sending their request in advance at-least 7 days prior to EGM mentioning their name, Demat account number/folio number, email id, mobile number at akspintex@gmail.com, The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to EGM mentioning their name, Demat account number/folio number, email id, mobile number at akspintex@gmail.com, These queries will be replied to by the Company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not cast 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 EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the EGM through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the EGM is available only to the shareholders attending the EGM.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. 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 at akspintex@gmail.com and RTA at beetal@rediffmail.com
2. For Demat shareholders	Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders	– Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL eVoting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at Toll Free No. 1800 21 09911.

All grievances connected with the facility for e-Voting may be addressed to: Mr. Rakesh Dalvi Senior Manager Central Depository Services (India) Limited A Wing, 25th Floor Marathon Futurex, Mafatlal Mill Compounds N M Joshi Marg, Lower Parel (East) Mumbai - 400013 E-mail - helpdesk.evoting@cdslindia.com Toll Free No. – 1800 21 09911

For and on the behalf of the Board of Directors,

A.K. SPINTEX LIMITED

Sd/-

PRAKASH CHAND CHHABRA

MANAGING DIRECTOR

DIN: 00155631

Place: Bhilwara

Date: March 01, 2025

ANNEXURE TO THE NOTICE**INFORMATION PURSUANT TO REGULATION 36 OF THE SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD ON THE GENERAL MEETINGS ('SS-2'):**

NAME OF DIRECTOR	Mr. Lokesh Mundra
AGE	42 years
DIN	07012943
NATIONALITY	Indian
DATE OF INITIAL APPOINTMENT	February 12,2025
QUALIFICATION	Mr. Lokesh Mundra is a Post Graduate and Fellow Company Secretary.
EXPERIENCE/ EXPERTISE IN SPECIFIC AREA	Mr. Lokesh Mundra is a Post Graduate and Fellow Company Secretary having more than 13 (Thirteen) years of experience in Corporate Law & compliances; SEBI Laws; Setting up of new entity in India; Mergers & Acquisitions; Due Diligences; SEBI Listing regulations, Finance and legal field.
TERMS AND CONDITIONS OF APPOINTMENT	Mr. Lokesh Mundra is appointed as Non-Executive Independent Director
SKILLS AND CAPABILITIES REQUIRED FOR THE ROLE AND THE MANNER IN WHICH THE PROPOSED PERSON MEETS SUCH REQUIREMENT	Mr. Lokesh Mundra Is qualified company secretary and had good exposure to various types of manufacturing Industries. He has expertise in corporate law compliances. He will bring lot of value addition to the board with his skill set.
NO. OF BOARD MEETING ATTENDED DURING THE YEAR	Not Applicable
NUMBER OF SHARES HELD IN THE COMPANY	Nil
DIRECTORSHIPS IN OTHER COMPANIES	NIL
CHAIRMAN/MEMBER IN THE COMMITTEES OF THE BOARDS OF THIS AND OTHER LISTED COMPANIES IN WHICH HE IS A DIRECTOR	Nil
RELATIONSHIP BETWEEN DIRECTORS / MANAGER & OTHER AND OTHER KMPS	Mr. Lokesh Mundra is not related to any of the Directors on the Board
JUSTIFICATION FOR APPOINTMENT	The Board of Directors of the Company is of the opinion that Mr. Lokesh Mundra is a person of integrity and considering his qualifications, extensive knowledge and experience, therefore, the appointment of Mr. Lokesh Mundra is in the interest of the Company.
REMUNERATION LAST DRAWN FROM COMPANY AND STOCK OPTIONS GRANTED, IF ANY	Nil
TERMS AND CONDITIONS OF APPOINTMENT INCLUDING REMUNERATION SOUGHT TO BE PAID	Mr. Lokesh Mundra shall be appointed as an Independent Director, not liable to retire by rotation, for a period of five (5) years to hold office from February 12, 2025 to February 12, 2030 (both days inclusive). He will be entitled to sitting fees and reimbursement of expenses for attending Board and Committee meetings, in addition to as fixed remuneration as may be approved by the Board and/or duly authorised committee.

For and on the behalf of the Board of Directors,

A.K. SPINTEX LIMITED

Sd/-

PRAKASH CHAND CHHABRA

MANAGING DIRECTOR

DIN: 00155631

Place: Bhilwara

Date: March 01, 2025

EXPLANATORY STATEMENT

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') given hereunder sets out all material facts relating to the business mentioned in Notice dated August 12, 2024:

ITEM NO. 1:

In order to make the main object clause of the Memorandum of Association (MOA) comprehensive after the conclusion of open offer of the company and to include new activities to be undertaken by Company as main object as mentioned in the resolution above, it is proposed to add new objects in the main object clause of the Memorandum of Association of the Company, hence, there is need to alter the present objects mentioned in Main Object Clause III of MOA by adding in the main object Clause of the Memorandum of Association of the Company.

The Management proposes to carry out new business activities in multiple sectors as stated in the resolution for the growth and expansion of its business, which are presently not covered in the Main Object Clause of the Company and hence alteration in Main Object Clause of the Company is proposed by way of addition of new sub-clause 4 to 6 after the existing sub-clause 1 to 3 in Main Object Clause III of the Memorandum of Company.

To enable the Company to commence the aforesaid new business, it is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company as stated in the Resolution in the annexed notice which would be subject to the approval of Members. The Board has approved alteration of the object clause of MOA of the Company and the Board now seeks Members' approval for the same through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company, including their respective relatives, is concerned or interested, financially or otherwise, in the foregoing resolutions and except to the extent of their respective interest as shareholders of the Company.

The Board commends the passing of the resolution set out at Item No. 1 for the approval of the Members of the Company by a Special Resolution.

ITEM NO. 2:

The Board at its meeting held on March 01, 2025 proposed for change in name of the Company and subsequently RUN (Reserve Unique Name) application shall be submitted to the Central Registration Centre (CRC), Ministry of Corporate Affairs for confirmation of name availability of Two Proposed names namely (1) Sunrakshakk Industries India Limited and (2) Sunrakshakk India Limited.

Further, the Board shall approve one of the proposed names for the company subject to approval of CRC and all such consequential changes to Memorandum of Association ("MoA") and Articles of Association ("AoA") of the Company.

The Company is engaged in the Textile business and already acquired the 100% stake in M/s. Sunrakshak Agro Products Private Limited which become a wholly-owned subsidiary of the Company and it's engaged in manufacturing of various FMCG products and ingredients. The Management of the company has decided to carry out the business activities in line with its wholly-owned subsidiary and proposed to alter its main object subject to approval of members through special resolution as mentioned in the Item No. 01 of this Notice.

In alignment with this vision, and in view of fact that business of the Company on consolidated basis has been diversified in Textile and FMCG segment. The Company has resolved to adopt a new name that reflects its true nature. It marks a renewed commitment to innovation, quality, and sustainable growth, reinforcing the Company's position as a trusted global leader in its domain. The proposed fund raise proceed will be substantially invested in FMCG segment. The Board is of the view that the new name will more aptly reflect the Company's diversified business activities and its growing aspirations in other businesses.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

The Company has obtained a certificate from M/s O. P. DAD & CO., Chartered Accountants, the Statutory Auditors' of the Company stating that the Company has complied with the terms of the Regulation 45(1) of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. A copy of the certificate is annexed hereto and forms part of this Notice and explanatory statement thereon.

Pursuant to Sections 5, 13 and 14 of the Act, for effecting the change in name of the Company and consequent amendment in the Memorandum and Articles of Association of the Company and all other 12 related documents, it is necessary to obtain approval of the Members of the Company by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company, including their respective relatives, is concerned or interested, financially or otherwise, in the foregoing resolutions and except to the extent of their respective interest as shareholders of the Company.

Accordingly, a special resolution under item No. 2 of the notice is being proposed in accordance with the said provisions for approval of the shareholders.

ITEM NO. 3:

The present Authorized Share Capital of the Company is Rs.12,50,00,000/- (Rupees Twelve Crore Fifty lakhs Only). The Company proposes to increase its authorized share capital to Rs.21,00,00,000/- (Rupees Twenty One Crore Only) divided into 2,10,00,000 (Two Crore Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to facilitate fund raising in future via issuance of equity shares.

The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect therefore, the proposed Clause V of the Memorandum of Association of the Company after increase in Authorized Share Capital reflects face value of Rs.10/- each.

The Board of Directors of your Company consider that the proposed resolution set out in Item No. 3 of this notice is in the interest of the Company, and the Board recommends for your approval as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

ITEM NO. 4:

The Board of Directors in their meeting held on March 01, 2025 subject to necessary approval(s), has approved the proposal for raising of funds by issue and allot up to 11,75,600 (Eleven Lakhs Seventy Five Thousands Six Hundreds) Equity Shares of the Company at a price of Rs.840/- per Share to Promoter and Non-Promoter Group on preferential basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder ("Act"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution.

Accordingly, consent of the members is being sought in terms of Section 42 & 62 of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

1. Objects of the preferential issue:

The Company will use proceeds of proposed Preferential Issue towards,

- a) Expansion activities related to Manufacturing and trading of Cosmetics products, personal care products, Health care Products, Home care Products Soap Noodles and processing of Oil and chemical and other allied products
- b) Working capital requirement for above expansion project as well as existing business.
- c) Other General Corporate Purposes of the Company

2. Maximum number of specified securities to be issued and price of the securities:

The resolution set out in the accompanying notice authorizes the Board to issue 11,75,600 Equity Shares of face value of Rs.10/- each at a price of Rs.840/- (including premium of Rs.830/- per share); aggregating to Rs.98,75,04,000 /- (Rupees Ninety Eight Crore Seventy Five Lakhs Four Thousands only);

3. Basis on which the price of the Preferential Issue has been arrived at:

In accordance with Regulation 166A of the SEBI ICDR Regulations, since the proposed preferential issue may result in an allotment exceeding five percent of the post-issue fully diluted share capital of the Company to a single allottee or to allottees acting in concert, the minimum issue price shall be determined as the higher of the prices calculated using the following method:

Regulation 164 of the ICDR Regulations prescribes the minimum price at which a preferential issue may be made. In accordance with Regulation 164, the minimum price of the shares shall be the higher of:

- i. the 90 trading days' volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; i.e. Rs.571.29/- per Equity Shares and
- ii. the 10 trading days' volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date; i.e. Rs.834.08/- per Equity Shares.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for particular method for determination of price in case preferential issue. Accordingly, the minimum issue price in terms of Regulation 164 of the SEBI ICDR Regulation, is Rs.834.08/- per Equity Share being higher of the above two prices.

The Equity Shares of the Company are listed on BSE Limited ("BSE") (referred to as "Stock Exchange"). The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164 of Chapter V of the SEBI (ICDR) Regulations, 2018. The price is determined in compliance with Regulation 164 read with Regulation 166A of the SEBI (ICDR) Regulations, 2018.

• Report of independent registered valuer:

As required under Regulation 166A of the SEBI (ICDR) Regulations, 2018, the Valuation of Equity Shares has been done by RV Manish Santosh Buchasia, IBBI Registered Valuer- Securities and Financial Assets being an Independent Registered Valuer (IBBI Registration No. IBBI/RV/03/2019/12235) having its Office at 306, "Gala Mart", Near SOBO Centre, South Bopal, Ahmedabad-380058, Gujarat using accepted valuation practices vide Valuation Report dated March 01, 2025. Accordingly, the Fair Value of Equity Shares is Rs. 834.08/- each. The Valuation Report so obtained from the Independent Registered Valuer is placed on the "Investor" tab on the website of the Company at the following link: <https://www.akspintex.com/preferentialpage.php>

Hence, based on the above, the Board of the Directors of the Company has decided that the Equity Shares to be issued on Preferential basis shall be at a price of Rs.840/- each (Face Value Rs.10/- each including Premium Rs.830/- each).

4. Relevant date with reference to which the price has been arrived at:

The Relevant Date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Convertible Equity Shares with reference to the proposed allotment is Friday, February 28, 2025 (the relevant date i.e. Saturday March 01, 2025 falls on a weekend, henceforth the day preceding the weekend i.e. Friday, February 28, 2025 is reckoned as the relevant date) being the date 30 days prior to Monday, March 31, 2025 (i.e., the date on which the Extra Ordinary General Meeting of the Company is being convened in terms of the Companies Act, 2013 to consider the proposed preferential issue).

5. Undertaking as to re-computation of price and lock-in of specified securities:

The Issuer Company undertakes that they shall re-compute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018, as amended where it is required to do so. The Issuer Company undertakes that if the amount payable on account of the recomputation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

6. Amount which the company intends to raise by way of such securities:

Upto 11,75,600 Equity Shares of face value of Rs.10/- each at a price of Rs.840/- (including premium of Rs.830/- per share); aggregating to Rs.98,75,04,000 /- (Rupees Ninety Eight Crore Seventy Five Lakhs Four Thousands only)

7. Intention of promoters, directors or key managerial personnel or senior management of the issuer to subscribe to the offer:

Mr. Saurabh Chhabra, Mr. Tilok Chand Chhabra, Ms. Swati Gangwal, Mr. Prakash Chand Chhabra, Ms. Beena Chhabra and M/s. Fashion Suitings Pvt Ltd, belonging to Promoter & Promoter Group category of the Company have shown their interest to subscribe to the Equity shares proposed to be issued by the Company as more particularly set out in the explanatory statement setting out the material facts.

None of the other Promoter & Promoter Group, Directors, or Key Managerial Personnel or Senior Management of the Company except as mentioned hereinabove, intends to subscribe to any of the equity shares proposed to be issued under the Preferential Issue.

8. The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to the persons belonging to Non-promoters. The details of proposed allottees are as below:

Proposed Allottees	Category	Pre Preferential Issue*		No. of Equity Shares proposed to be allotted	Post Preferential Issue of 11,75,600 equity Shares	
		No of shares held	% of share holding		No of shares held	% of share holding
Tilok Chand Chhabra	Promoter	6,37,603	12.67	60,000	6,97,603	11.24
Saurabh Chhabra	Promoter	2,55,750	5.08	1,80,000	4,35,750	7.02
Fashion Suitings Pvt Ltd	Promoter Group	22,26,062	44.24	5,00,000	27,26,062	43.92

Prakash Chand Chhabra	Promoter Group	-	-	6,000	6,000	0.10
Beena Chhabra	Promoter Group	-	-	1,200	1,200	0.02
Swati Gangwal	Promoter Group	-	-	12,000	12,000	0.19
Authum Investment and Infrastructure Limited	Non Promoter	-	-	2,45,000	2,45,000	3.95
Avira Investment Private Limited	Non Promoter	-	-	60,000	60,000	0.97
Latisha Inani	Non Promoter	-	-	12,000	12,000	0.19
Ranjana Shah	Non Promoter	-	-	12,000	12,000	0.19
Sandeep Trucks Private Limited	Non Promoter	-	-	9,500	9,500	0.15
Anjana Kumari Jain	Non Promoter	-	-	9,500	9,500	0.15
Siddharth Gattani	Non Promoter	-	-	7,800	7,800	0.13
Rahul Kumar Gaggar HUF	Non Promoter	-	-	6,000	6,000	0.10
Mohit Kumar Gaggar HUF	Non Promoter	-	-	6,000	6,000	0.10
Rohit Kumar Gaggar HUF	Non Promoter	-	-	6,000	6,000	0.10
Rahul Somani	Non Promoter	-	-	6,000	6,000	0.10
Neelam Parwal	Non Promoter	-	-	6,000	6,000	0.10
Gopal Lal Melana	Non Promoter	-	-	6,000	6,000	0.10
Akash Mansinghka	Non Promoter	-	-	3,600	3,600	0.06
Alka Maru	Non Promoter	-	-	3,000	3,000	0.05
Sumati Kumar Anant Kumar	Non Promoter	-	-	3,000	3,000	0.05
Preeti Jain	Non Promoter	-	-	3,000	3,000	0.05
Pooja Galundia	Non Promoter	-	-	3,000	3,000	0.05
Satya Narayan Inani	Non Promoter	-	-	3,000	3,000	0.05
Manish Kumar Jain (HUF)	Non Promoter	-	-	3,000	3,000	0.05
Nirupama Jain	Non Promoter	-	-	3,000	3,000	0.05
				11,75,600		

9 Shareholding Pattern before and after the proposed Preferential Issue:

Sr. No	Category	Pre-Preferential Issue*	Post Preferential Issue of 11,75,600 Equity Shares
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		No. of shares held	% of share holding	No. of shares held	% of share holding
A	Promoters Holding				
1	<u>Indian</u>				
	Individual	1,334,353	26.52	15,93,553	25.67
	Bodies corporate	2,226,062	44.24	27,26,062	43.92
	Sub-total	3,560,415	70.76	43,19,615	69.59
2	<u>Foreign Promoters**</u>				
	Sub-total (A)				
B	Non-promoters' holding				
	<u>Institutional investors</u>				
	<u>Non-institution</u>				
	Private corporate bodies & LLP	38,422	0.76	3,52,922	5.69
	Indian public & HUF	13,89,797	27.62	14,91,697	24.03
	(Others including NRIs, Central Government, Escrow Account, Government Companies, Nationalized Banks, NBFCs, Non Nationalised Banks, etc)	43,116	1.62	43,116	0.69
	Sub-total (B)	14,71,335	29.24	18,87,735	30.41
	GRAND TOTAL	50,31,750	100.00	62,07,350	100.00

*It is assumed that the proposed allottee will subscribe to the entire quantity of the new shares proposed to be offered under preferential allotment.

(The above pre-issue shareholding pattern is based on the shareholding as on December 31, 2024)

10. Time frame within which the preferential allotment shall be completed :

As required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares within a period of 15 days from the date of passing of this Special Resolution by the shareholders in Extra Ordinary General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

11. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/ or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them:

Proposed Allottees	Category	Ultimate Beneficial Owner	Pre Preferential Issue*	No. of Equity Shares proposed to be allotted	Post Preferential Issue of 1175600 Equity Shares

			No. of shares held			No. of shares held	% of Share holding
Fashion Suitings Pvt Ltd	Promoter Group	1. Tilok Chand Chhabra 2. Saurabh Chhabra	222606 2	44.2 4		2726062 500000	43.92
Avira Investment Private Limited	Non-Promoter	1. Sushil Kumar Dangi 2. Sunita Sushilkumar Dangi	-	-	60000	-	0.97
Authum Investment & Infrastructure Limited	Non-Promoter	Alpana Dangi	-	-	245000	-	3.95
Rahul Kumar Gaggar HUF	Non-Promoter	Rahul Kumar Gaggar	-	-	6000	-	0.10
Moht Kumar Gaggar HUF	Non-Promoter	Mohit Kumar Gaggar	-	-	6000	-	0.10
Rohit Kumar Gaggar HUF	Non-Promoter	Rohit Kumar Gaggar	-	-	6000	-	0.10
Sandeep Trucks Pvt. Ltd	Non-Promoter	1. Sandeep Rathi 2. Shri Gopal Rathi	-	-	9500	-	0.15
Sumati Kumar Anant Kumar	Non-Promoter	Sumati Kumar Jain	-	-	3000	-	0.05
Manish Kumar Jain	Non-Promoter	Manish Kumar Jain	-	-	3000	-	0.05

11A. The Current and Proposed status of the allottees post the preferential issue namely, promoter or non-promoter:

Sr. No.	Name of the Proposed Allottees	Current status of the allottees namely promoter or non-promoter	Proposed status of the allottees post the preferential issue namely promoter or non-promoter
1.	Tilok Chand Chhabra	Promoter	Promoter
2.	Saurabh Chhabra	Promoter	Promoter
3.	Fashion Suitings Pvt Ltd	Promoter Group	Promoter Group
4.	Prakash Chand Chhabra	Currently not holding any Equity Shares of the Company	Promoter Group
5.	Beena Chhabra	Currently not holding any Equity Shares of the Company	Promoter Group
6.	Swati Gangwal	Currently not holding any Equity Shares of the Company	Promoter Group
7.	Authum Investment and Infrastructure Limited	Currently not holding any Equity Shares of the Company	Non Promoter

8.	Avira Investment Private Limited	Currently not holding any Equity Shares of the Company	Non Promoter
9.	Latisha Inani	Currently not holding any Equity Shares of the Company	Non Promoter
10.	Ranjana Shah	Currently not holding any Equity Shares of the Company	Non Promoter
11.	Sandeep Trucks Private Limited	Currently not holding any Equity Shares of the Company	Non Promoter
12.	Anjana Kumari Jain	Currently not holding any Equity Shares of the Company	Non Promoter
13.	Siddharth Gattani	Currently not holding any Equity Shares of the Company	Non Promoter
14.	Rahul Kumar Gaggar HUF	Currently not holding any Equity Shares of the Company	Non Promoter
15.	Mohit Kumar Gaggar HUF	Currently not holding any Equity Shares of the Company	Non Promoter
16.	Rohit Kumar Gaggar HUF	Currently not holding any Equity Shares of the Company	Non Promoter
17.	Rahul Somani	Currently not holding any Equity Shares of the Company	Non Promoter
18.	Neelam Parwal	Currently not holding any Equity Shares of the Company	Non Promoter
19.	Gopal Lal Melana	Currently not holding any Equity Shares of the Company	Non Promoter
20.	Akash Mansinghka	Currently not holding any Equity Shares of the Company	Non Promoter
21.	Alka Maru	Currently not holding any Equity Shares of the Company	Non Promoter
22.	Sumati Kumar Anant Kumar	Currently not holding any Equity Shares of the Company	Non Promoter
23.	Preeti Jain	Currently not holding any Equity Shares of the Company	Non Promoter
24.	Pooja Galundia	Currently not holding any Equity Shares of the Company	Non Promoter
25.	Satya Narayan Inani	Currently not holding any Equity Shares of the Company	Non Promoter
26.	Manish Kumar Jain (HUF)	Currently not holding any Equity Shares of the Company	Non Promoter
27.	Nirupama Jain	Currently not holding any Equity Shares of the Company	Non Promoter

12. Change in control consequent to the preferential issue:

There will not be any change in the management or control of the Company as a result of the proposed preferential allotment.

13. Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

No allotment(s) has been made on a preferential basis from the beginning of the year to the date of issue of this notice.

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not applicable as this issue is not for consideration other than cash.

15. Undertaking:

The Company hereby undertakes that:

- i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required.
- ii. If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations the above shares shall continue to be locked-in till the time such amount is paid by the allottees.
- iii. None of the proposed allottees in the Company held any pre-preferential shares in the Company;
- iv. No person belonging to the Promoter Group and Non-Promoter Group have sold/transferred any equity shares of the Company during the 90 trading days preceding the relevant date;
- v. No person belonging to the promoters / promoter group has previously subscribed to any equity shares/warrants of the Company but failed to exercise them; and
- vi. Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.

16. Certificate from Practising Company Secretary:

Mr. Vishwas Sharma, proprietor of M/s. Vishwas Sharma & Associates, Company Secretaries, Ahmedabad, the Practising Company Secretary has certified that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2018. A copy of the certificate is kept for inspection at the Registered Office of the Company during the business hours and available on the website of the Company at <https://www.akspintex.com/preferentialpage.php>

17. Lock-in-period:

The securities allotted to Proposed Allottees shall be locked in as per Regulation 167 and other applicable provisions of SEBI (ICDR) Regulations, 2018.

18. Terms of Payment:

The entire consideration against the allotment of the equity shares shall be received by the Company from the allottees before the said allotment. In case allottee pays consideration in less than the amount as agreed, the company shall issue shares on proportionate basis.

19. Disclosures specified in Schedule VI of SEBI (ICDR) Regulations, 2018, if the issuer or any of the promoters or directors is a wilful defaulter or a fraudulent borrower:

The Company and none of its Directors or Promoters have been declared as a wilful defaulter or a fraudulent borrower as defined under SEBI (ICDR) Regulations, 2018. None of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations, 2018.

20. Other Disclosures:

- a) The Company is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- b) Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.
- c) The proposed allottees have not sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- d) An amount equivalent to 100% (Hundred Percent) of the consideration shall be paid by the proposed allottees on or before the date of allotment of equity shares.
- e) Upon receipt of the payment as above, the Board (or a Committee thereof) shall allot 1 (One) equity share by appropriating Rs.10/- towards equity share capital and the balance amount paid against each Share towards the securities premium.
- f) The Allottee shall also be entitled to any future issue of bonus / rights, if any, in the same proportion and manner as any other shareholders of the Company for the time being and the Company shall reserve proportion of such entitlement for the Allottee.
- g) The equity shares to be issued and allotted by the Company shall be in dematerialised form and subject to the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing equity shares of the Company and be listed on stock exchanges where the equity shares of the Company are listed.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members. The Board recommends the resolution as set out in Item No. 4 of this notice for the approval of members as a **Special Resolution**.

None of the Directors/Key Managerial Personnel of the Company/ their relatives except Mr. Saurabh Chhabra, Mr. Tilok Chand Chhabra and Mr. Prakash Chand Chhabra to the extent of their shareholding in the Company are in, any way, concerned or interested, in the above resolution.

ITEM NO. 5 & 6:

Pursuant to the provision of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015 read with the Company's Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions, the transactions involving transfer of resources, services or obligations between the Company or any of its subsidiaries on one hand and a related party of the Company or any of its subsidiaries on the other hand, which either individually or taken together with previous transaction(s) during a financial year, exceed Rs. 1,000 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company.

The Company in order to further its business interests, may enters various Related party transactions with M/s. ACME Industries as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s) are expected to cross the applicable materiality thresholds as mentioned hereinabove. Accordingly, as per the SEBI Listing Regulations, approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. It is further proposed that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

Further, the Audit Committee and the Board at its meeting held on March 01, 025 has reviewed, and approved the material related party contracts / arrangements / transactions, on the basis of relevant details provided by the management, as required by the law, subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

Sr. No.	Particulars	Details															
1.	Details of Summary of information provided by the management to the Audit Committee																
	a) Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s. ACME Industries, a Partnership firm in which Directors, their relatives and Promoter group of the Listed entity are partners and having controlling interest in the firm.		M/s. Spring Dell, a Partnership firm in which Directors, their relatives of the Listed entity are partners and having controlling interest in the firm.													
	b) Name of the director or key managerial personnel who is related, if any and nature of relationship	<table border="1"> <thead> <tr> <th data-bbox="667 449 820 569">Name of Director and KMP</th> <th data-bbox="820 449 1047 569">Designation in Listed entity</th> </tr> </thead> <tbody> <tr> <td data-bbox="667 569 820 659">Mr. Saurabh Chhabra</td> <td data-bbox="820 569 1047 659">Director</td> </tr> <tr> <td data-bbox="667 659 820 751">Mr. Tilok Chand Chhabra</td> <td data-bbox="820 659 1047 751">Director</td> </tr> </tbody> </table>	Name of Director and KMP	Designation in Listed entity	Mr. Saurabh Chhabra	Director	Mr. Tilok Chand Chhabra	Director		<table border="1"> <thead> <tr> <th data-bbox="1057 449 1226 569">Name of Directors and KMP</th> <th data-bbox="1226 449 1416 569">Designation in Listed entity</th> </tr> </thead> <tbody> <tr> <td data-bbox="1057 569 1226 659">Mr. Tilok Chand Chhabra,</td> <td data-bbox="1226 569 1416 659">Director</td> </tr> </tbody> </table>	Name of Directors and KMP	Designation in Listed entity	Mr. Tilok Chand Chhabra,	Director			
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	c) Type, Value & Material Terms and particulars of the proposed transaction	<table border="1"> <thead> <tr> <th data-bbox="667 758 820 821">Type</th> <th data-bbox="820 758 1047 821">*Value (Rs.)</th> </tr> </thead> <tbody> <tr> <td data-bbox="667 821 820 940">Purchase of Goods and/ or services</td> <td data-bbox="820 821 1047 940">100.00 Crore</td> </tr> <tr> <td data-bbox="667 940 820 1060">Sale of Goods and/ or services</td> <td data-bbox="820 940 1047 1060">50.00 crore</td> </tr> <tr> <td data-bbox="667 1060 820 1304">Purchase of spares and capital Goods including land and building</td> <td data-bbox="820 1060 1047 1304">50.00 Crore</td> </tr> </tbody> </table>	Type	*Value (Rs.)	Purchase of Goods and/ or services	100.00 Crore	Sale of Goods and/ or services	50.00 crore	Purchase of spares and capital Goods including land and building	50.00 Crore		<table border="1"> <thead> <tr> <th data-bbox="1057 758 1209 821">Type</th> <th data-bbox="1209 758 1416 821">*Value (Rs.)</th> </tr> </thead> <tbody> <tr> <td data-bbox="1057 821 1209 940">Sale of Goods and / or services</td> <td data-bbox="1209 821 1416 940">15.00 crore</td> </tr> </tbody> </table>	Type	*Value (Rs.)	Sale of Goods and / or services	15.00 crore	*estimated value for the transactions.
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	d) Tenure of proposed transaction (Particulars & tenure)	F.Y. 2025-26		F.Y. 2025-26													
	e) Justification for the transaction	Transaction are routine Business transactions related to purchase/ sales necessary for the conduct of business of the company.		Transaction are routine Business transactions related to purchase/ sales necessary for the conduct of business of the company.													
	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:																
	i. details of the source of funds in connection with the proposed transaction	Not Applicable		Not Applicable													

	ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Not Applicable	Not Applicable
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable	Not Applicable
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable	Not Applicable
	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	Not Applicable	Not Applicable
	Percentage of annual consolidated turnover considering FY 2023-24 as the immediately preceding financial year	Not Applicable	Not Applicable
	Any other information that may be Relevant	All relevant information setting out material facts forms part of this Notice	All relevant information setting out material facts forms part of this Notice

Pursuant to Regulation 23 (4) of the Listing Regulations, members may also note that no related party of the Company shall vote to approve this resolution whether the entity is a related party to the particular transaction or not.

The proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders and be in the best interest of the Company and its shareholders.

Except Mr. Saurabh Chhabra and Mr. Tilok Chand Chhabra and their relatives, none of the other Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are in any way, concerned or interested, financially or otherwise, either directly or indirectly, up to the extent of their shareholding in the Company, if any, in the proposed Ordinary Resolution mentioned at Item No. 5 & 6 of the Notice.

The Board recommends the relevant ordinary resolution set forth at Item No. 5 & 6 in the Notice for the approval of the Members.

ITEM NO. 7 & 8:

Pursuant to the provision of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015 read with the Company's Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions, the transactions involving transfer of resources, services or obligations between the related party of its wholly owned subsidiary ("WOS") viz. M/s. Sunrakshak Agro Products Private Limited, which either individually or taken together with previous transaction(s) during a financial year, exceed Rs. 1,000 crores or 10%

of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company.

The WOS in order to its business interests, may enters various Related party transactions with M/s. ACME Industries and M/s. RCM Consumer Product Private Limited as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s) are expected to cross the applicable materiality thresholds as mentioned hereinabove. Accordingly, as per the SEBI Listing Regulations, approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the WOS. It is further proposed that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at arm’s length basis and in the ordinary course of business of the WOS.

Further, the Audit Committee and the Board of the Company (“Holding Company or Listed entity or A.K.Spintex Limited”) at its meeting held on March 01, 2025 has reviewed, and approved the material related party contracts / arrangements / transactions, on the basis of relevant details provided by the management, as required by the law, subject to approval of the Members of the Company, while noting that such transaction shall be on arms’ length basis and in the ordinary course of business of the WOS.

Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

Sr. No.	Particulars	Details															
1.	Details of Summary of information provided by the management to the Audit Committee																
	a) Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s. ACME Industries, Partnership firm in which Directors, their relatives and Promoter group of the Listed entity are partners.		Mr. Saurabh Chhabra, Promoter and director of the Company is also promoter and director of M/s. RCM Consumer Product Private Limited.													
	b) Name of the director or key managerial personnel who is related, if any and nature of relationship	Name of Partners	Designation in Listed entity	Name	Designation in Listed entity												
		Mr. Saurabh Chhabra,	Director	Mr. Saurabh Chhabra	Director												
		Mr. Tilok Chand Chhabra,	Director														
	c) Type, Value & Material Terms and particulars of the proposed transaction	<table border="1" data-bbox="678 1371 971 1682"> <thead> <tr> <th>Type</th> <th>*Value (Rs.)</th> </tr> </thead> <tbody> <tr> <td>Purchase of Goods and/ or services</td> <td>200.00 Crore</td> </tr> <tr> <td>Sale of Goods and/ or services</td> <td>50.00 crore</td> </tr> </tbody> </table> <p>*estimated value for the transactions.</p>		Type	*Value (Rs.)	Purchase of Goods and/ or services	200.00 Crore	Sale of Goods and/ or services	50.00 crore	<table border="1" data-bbox="1052 1371 1344 1709"> <thead> <tr> <th>Type</th> <th>*Value (Rs.)</th> </tr> </thead> <tbody> <tr> <td>Purchase of goods and/ or services</td> <td>50.00 Crore</td> </tr> <tr> <td>Sale of goods and/ or services</td> <td>200.00 Crore</td> </tr> </tbody> </table> <p>*estimated value for the transactions.</p>		Type	*Value (Rs.)	Purchase of goods and/ or services	50.00 Crore	Sale of goods and/ or services	200.00 Crore
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	e) Justification for the transaction	Transaction are routine Business transactions related to purchase/ sales necessary for the conduct of business of the company.	Transaction are routine Business transactions related to purchase/ sales necessary for the conduct of business of the company.
2.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:		
	i. details of the source of funds in connection with the proposed transaction	Not Applicable	Not Applicable
	ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Not Applicable	Not Applicable
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable	Not Applicable
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable	Not Applicable
3.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	Not Applicable	Not Applicable
4.	Percentage of annual consolidated turnover considering FY 2023-24 as the immediately preceding financial year	Not Applicable	Not Applicable
5.	Any other information that may be Relevant	All relevant information setting out material facts forms part of this Notice	All relevant information setting out material facts forms part of this Notice

Pursuant to Regulation 23 (4) of the Listing Regulations, members may also note that no related party of the Company shall vote to approve this resolution whether the entity is a related party to the particular transaction or not.

The proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders and be in the best interest of the Company and its shareholders.

Except Mr. Saurabh Chhabra and Mr. Tilok Chand Chhabra and their relatives, none of the other Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are in any way, concerned or interested, financially or otherwise, either directly or indirectly, up to the extent

of their shareholding in the Company, if any, in the proposed Ordinary Resolution mentioned at Item No. 7 & 8 of the Notice.

The Board recommends the relevant ordinary resolution set forth at Item No. 7 & 8 in the Notice for the approval of the Members.

ITEM NO. 9 & 10

Keeping in view of the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, your Company is desirous of raising funds from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company.

The Board of Directors of a Company shall not, except with the consent of Company by Special Resolution borrow money together with the money already borrowed, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceeding the aggregate of the paid up capital and its free reserves as per the provisions of Section 180(1)(c) of the Companies Act, 2013 ("the Act") and its rules there under.

The borrowings of the Company are in general required to be secured by suitable mortgage or charge on all or any of the movable or immovable properties of the Company, in such form, manner and ranking as may be determined by the Board of Directors / any of its authorised Committee of the Company from time to time, in consultation with the lender(s).

It is therefore, necessary for the members to pass a Special Resolution under Section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, as set out at Item No. 7 and Item No. 8 of the Notice, to enable the Board of Directors to borrow money upto Rs. 500,00,00,000/- (Rupees Five Hundred Crore Only) and inter alia, authorised the Board to secure its borrowing by mortgage / charge on any of the movable and/or immovable properties and/or the whole or any part of the undertaking(s) of the Company.

The Board recommends the Special Resolutions as per the accompanying notice under the item No. 9 & 10 for approval by the Shareholders of the Company.

None of the Directors and the Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the passing of the above resolution.

ITEM NO. 11:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 100,00,00,000/- (Rupees One Hundred Crore Only), as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 8 for approval by the members of the Company as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

ITEM NO. 12

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act") and Regulations 16(1)(b), 17, 25 and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and Articles of Association of the Company, and Based on the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company (the "Board") at its meeting held on February 12, 2025 had appointed Mr. Lokesh Mundra (DIN: 07012943) as an Additional Director (Non-Executive and Independent Director) of the Company for a period of 5 (five) consecutive years with effect from February 12, 2025, subject to the consent of the Members of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires consent of the members of the Company. Further pursuant to Regulation 17(1C) of the SEBI Listing Regulations, a listed entity shall ensure that consent of Members for appointment of a person in the Board of Directors is obtain at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Lokesh Mundra (DIN: 07012943) would require consent of members of the Company.

The Board of Directors have adopted a skill matrix consisting of core skills/expertise/competencies required to be collectively possessed by the Board of Directors of the Company in the context of the business(es) and sector(s) of the Company. The core skill sets/ expertise as identified by the Board include business experience, financial experience and risk oversight, technology and innovation, governance & regulatory oversight, consumer insights and marketing exposure. Mr. Lokesh Mundra, possesses all of these skill sets.

Further, he is Registered Independent Director with IICA, also holds a B.com degree in Commerce, He is also a Practicing Company Secretary (CS), member of The Institute of Company Secretaries of India. He is also pursuing Bachelor in Law (L.L.B) from the Gujarat University, India.

Considering the balance of skills, knowledge and experience on the Board, In the opinion of NRC and the Board, Mr. Lokesh Mundra possesses appropriate skills, knowledge and expertise required for the efficient functioning of the Company.

Therefore, Mr. Lokesh Mundra (DIN: 07012943) is proposed to be appointed as an Independent Director of the Company, in accordance with applicable laws, including the Companies Act, 2013 as amended & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In this connection, the Board is of the opinion that Mr. Lokesh Mundra (DIN: 07012943) fulfils the criteria for Independent Director, as set out in the Companies Act, 2013, related rules framed thereunder and that Mr. Lokesh Mundra is independent of the management of the Company and does not hold any shares in the Company.

The Company has received from Mr. Lokesh Mundra (i) consent in writing to act as Director in Form DIR-2, (ii) intimation in Form DIR-8 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

The Board of Directors has recommended the appointment of Mr. Lokesh Mundra as an Independent Director for a term of 5 (five) years subject to continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and shall not be liable to retire by rotation. A copy of the letter of appointment of Mr. Lokesh Mundra as Independent Director setting out the terms and conditions shall be available for inspection without any fee by the members of the Company at the Registered Office of the Company on all working days, except Sunday, between 11 a.m. and 3 p.m. upto the Completion of EGM.

The disclosure under Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is provided in the notes to this Notice.

The Board of Directors, accordingly, recommends the resolution for the consent of the Members as Ordinary Resolution.

Except Mr. Lokesh Mundra being appointee, and his relatives, none of the Directors, Key Managerial Personnel and relatives of Directors and/or Key Managerial Personnel (as defined in the Companies Act, 2013) are in any way concerned or interested, financially or otherwise, in resolutions set out at Item No. 12 of the Notice

For and on the behalf of the Board of Directors,

A.K. SPINTEX LIMITED

Sd/-

PRAKASH CHAND CHHABRA

MANAGING DIRECTOR

DIN: 00155631

Place: Bhilwara

Date: March 01, 2025



Date

Independent Auditor's Certificate pursuant to Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations)

To,
Board of Directors,
A.K.SPINTEX LIMITED

BACK GROUND

A.K.SPINTEX LIMITED, a Company incorporated under the Companies Act, 1956 (CIN L17117RJ1994PLC008916) (The Company) incorporated on October 14, 1994 and having its Registered Office at 14 KM Stone, Chittorgarh Road, Bilia Kalan, Bhilwara, Rajasthan, India, 311001. The Equity shares of the Company are listed on BSE Limited.

PURPOSE OF ISSUE OF THE CERTIFICATE

The Board of Directors of the Company proposed to change the name of the Company from "A.K.SPINTEX LIMITED" to "SUNRAKSHAKK INDUSTRIES INDIA LIMITED" or "SUNRAKSHAKK INDIA LIMITED", Or any other name as may be approved by Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, subject to shareholders and other statutory approvals.

Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called 'the Listing Regulations') as amended up-to date requires the Company to include a certificate from a practicing chartered accountant stating compliance with conditions provided in Regulation 45(1) of the Listing Regulations in the Explanatory Statement to the Notice seeking shareholders' approval for change in name.

OPINION

On the basis of review of necessary documents, records and available information as on the date of this Certificate as well as information and explanations given to us by the management of the Company, we are of the opinion as follows in terms of clauses specified in Regulation 45(1) of the Listing Regulations:

Clauses of Regulation 45(1) - The listed entity shall be allowed to change its name subject to compliance with the following conditions	Opinion
(a) a time period of at least one year has elapsed from the last name change;	N.A. as no name change has been done in last one year





(b) at least fifty percent of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name or;	N.A. since there is no change in activity of the company in preceding one year on standalone basis.
(c) the amount invested in the new activity/project is at least fifty percent of the assets of the listed entity.	N.A. since there is no change in activity/project of the company in preceding one year on standalone basis except as <i>per Note 1.</i>

Note 1:- The company has recently made investment by way of acquisition of 100% Equity shares of M/s Sunrakshak Agro Products pvt Ltd and made it wholly owned subsidiary w.e.f. 01.01.2025. The subsidiary is engaged in business of manufacturing of Detergents, home care, personal care ,Soap noodles and other FMCG Products.

As per the Explanation of the Regulation 45(1)

- i) "Assets" of the listed entity means the sum of Fixed Assets, Advances, Work in Progress/Inventories, Investments, Trade Receivables, Cash & Cash Equivalents
- ii) "Advances" shall include only those amounts extended to contractors and suppliers towards execution of the project, specific to new activity as reflected in the new name.

This Certificate is issued in terms of the request of the Company for the proposed change of name of the Company in so far as compliance with Regulation 45(1) of the Listing Regulations is concerned.

For, -O. P. DAD & CO.
 CHARTERED ACCOUNTANTS
 FRN: 0002330C

Abhishek Dad
Abhishek Dad
Partner
M No. 409237
UDIN: 25409237BMOVMT4266



Place: Bhilwara
Date: 01.03.2025