

**ADARSH PLANT PROTECT LIMITED**

CIN No. L29210GJ1992PLC017845

Regd. Office: 604, GIDC, V. U. Nagar – 388121, Anand, Gujarat.

Tel No.: 02692 236705, Fax No.: 02692 236704 Website: [www.adarshplant.com](http://www.adarshplant.com) Email: info@adarshplant.com

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra-ordinary General Meeting of the Members of Adarsh Plant Protect Limited will be held on **Saturday, the 1<sup>st</sup> April, 2023 at 11.00 a.m.** at the Registered Office of the Company at Plot No. 604, G.I.D.C., Vitthal Udyognagar, Anand – 388 121 to transact the following business:

**SPECIAL BUSINESS:**

**Item No. 1:**

**Appointment of Mr. Bipinkumar Sureshbhai Thakkar (DIN: 10044474) as a Non-Executive Independent Director:**

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 provision of Section 149, 150, 152, 160 read with Schedule IV , and section 161 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules if any, of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulation, 2018 ( including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) and subject to such other law, rules and regulations as may be applicable in this regard, **Mr. Bipinkumar Sureshbhai Thakkar (DIN: 10044474)** who was appointed as an non-executive independent director as an additional director, be and is hereby appointed as a Non-executive & Independent Director of the Company to hold office for the term of five consecutive years **w.e.f. 13<sup>th</sup> February, 2023 up to 12<sup>th</sup> February, 2028** and not liable to retire by rotation.”

**Item No. 2:**

**Appointment of Mr. Vipul Harshadbhai Raval (DIN: 10044523) as a Non-Executive Independent Director:**

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 provision of Section 149, 150, 152 read with Schedule IV , and section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules if any, of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulation, 2018 ( including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) and subject to such other law, rules and regulations as may be applicable in this regard, **Mr. Vipul Harshadbhai Raval (DIN: 10044523)** who was appointed as an non-executive independent director as an additional director, be and is hereby appointed as a Non-executive & Independent Director of the Company to hold office for the term of five consecutive years **w.e.f. 13<sup>th</sup> February, 2023 up to 12<sup>th</sup> February, 2028** and not liable to retire by rotation .”

**By order of the Board of Directors  
ADARSH PLANT PROTECT LIMITED**

Sd/-

**AMI R. MEHTA  
COMPANY SECRETARY &  
COMPLIANCE OFFICER**

**Dated : 13<sup>th</sup> February, 2023  
Place : Vitthal Udyognagar**

## NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 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. A PROXY IN ORDER TO BE EFFECTIVE, MUST BE LOGGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF THE MEETING. A PERSON CAN ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.
2. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
3. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 setting out facts concerning the business under Item No. 1 & 2 of the Notice is annexed hereto.
4. Brief Profile of Directors seeking appointment at the EGM is provided at **Annexure-A** to this Notice as prescribed under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India
5. As per Regulation 40 of SEBI Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding the shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Private Limited via email at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)
6. Members holding shares in dematerialized mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, e-mail address, change in name etc. to their respective Depository Participant. These changes will be automatically reflected in the Company's records which will help the Company to provide efficient and better service to the members.
7. All the members are advised to make nomination in respect of their shareholding in the Company. The Nomination Form-SH 13 prescribed by the Government can be obtained from the Share Transfer Agent or may be downloaded from the website of the Ministry of Company Affairs.
8. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Link Intime India Private Limited, for consolidation into a single folio via email at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in).
9. Those members who have not registered their e-mail address so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

**The remote e-voting period begins on 29<sup>th</sup> March, 2023 at 09:00 A.M. and ends on 31<sup>st</sup> March, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 24<sup>th</sup> March, 2023, may cast their vote electronically. The voting**

right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 24<sup>th</sup> March, 2023.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="687 902 1485 1509">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b>and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period Ifyou are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li data-bbox="687 1547 1485 2083">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b>and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> </ol>

	<p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period
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**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. NSDL and CDSL.**

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID

	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.



## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [dgbhimani@yahoo.co.in](mailto:dgbhimani@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [adarshplantprotect@gmail.com](mailto:adarshplantprotect@gmail.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [adarshplantprotect@gmail.com](mailto:adarshplantprotect@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



## ANNEXURE TO THE NOTICE

### EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013:

The statement pursuant to Section 102(1) of the Companies Act, 2013 set out all material facts relating to the Special Business mentioned in the accompanying Notice is as follows :

#### Item No.1:

The Board of Directors of the Company had appointed **Mr. Bipinkumar Sureshbhai Thakkar (DIN: 10044474)** as an Additional Director (Independent) of the Company with effect from 13<sup>th</sup> February, 2023. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Bipinkumar Sureshbhai Thakkar (DIN: 10044474) shall hold office up to the date of the forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term upto five years.

Mr. Bipinkumar Sureshbhai Thakkar (DIN: 10044474), aged 44 years, qualified Chartered Accountant from ICAI and has been doing practice in his field since 2018 and earlier was with one of the listed Companies as a CFO for 12 years. Also he has a vast experience in accounting as well as management side and hence Company would like to utilise his expertise in coming years, the Nomination and Remuneration Committee has recommended his appointment as Independent director.

The Company has received a declaration of independence from Mr. Bipinkumar Sureshbhai Thakkar. In the opinion of the Board, Mr. Bipinkumar Sureshbhai Thakkar fulfils the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and recommends his appointment as Independent Director of the Company.

Except Mr. Bipinkumar Sureshbhai Thakkar, none of the Directors or Key Managerial Personnel and their respective relatives, are concerned or interested, either financially or otherwise, in this Resolution. The Board recommends the Ordinary Resolution set out at Item no. 1 for approval of the Members. The Explanatory Statement is and should be treated as an abstract as per applicable provisions of the Companies Act, 2013, as amended.

#### Item No.2:

The Board of Directors of the Company had appointed **Mr. Vipul Harshadbhai Raval (DIN: 10044523)**, as an Additional Director (Independent) of the Company with effect from 13<sup>th</sup> February, 2023. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Vipul Harshadbhai Raval (DIN: 10044523), shall hold office up to the date of the forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term upto five years.

Mr. Vipul Harshadbhai Raval (DIN: 10044523), aged 58 years, has been working as a freelancer consultant and expert adviser to industries. Currently he advises industries for business topline growth by implementing and executing proven business practice. Earlier he has worked with many listed Companies as a Project Planner, Business Strategy Planner, Risk analyst etc. He is having vast experience of Industries management and having good management skills hence Company would like to utilize his skills in coming years. the Nomination and Remuneration Committee has recommended his appointment as Independent director.

The Company has received a declaration of independence from Mr. Vipul Harshadbhai Raval. In the opinion of the Board, Mr. Vipul Harshadbhai Raval fulfils the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and recommends his appointment as Independent Director of the Company.

Except Mr. Vipul Harshadbhai Raval, none of the Directors or Key Managerial Personnel and their respective relatives, are concerned or interested, either financially or otherwise, in this Resolution. The Board recommends the Ordinary Resolution set out at Item no. 2 for approval of the Members. The Explanatory Statement is and should be treated as an abstract as per applicable provisions of the Companies Act, 2013, as amended.

**By order of the Board of Directors  
ADARSH PLANT PROTECT LIMITED**

**Sd/-**

**AMI R. MEHTA  
COMPANY SECRETARY**

**Dated : 13<sup>th</sup> February, 2023**

**Place : Vitthal Udyognagar**

## Annexure-A

**Details of Directors proposed to be appointed pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meetings (SS-2):**

<b>Mr. Bipinkumar Sureshbhai Thakkar</b>	
Age	44
Qualification	Qualified Chartered Accountant from ICAI
Experience	<p>Worked from 2006 to 2018 i.e. for more than 12 years as CFO with HLE Glascoat Limited (earlier known as Swiss GlascoatEquipments Ltd.) a manufacturing company, producing glass-lined chemical processing equipment. During this tenure he had good experience of Financial Reporting, Accounting, Internal Control, Statutory Compliances, Liaison with various Govt. Authorities in that Company.</p> <p>Presently working as a Practicing Chartered Accountant since 2018 and providing consultancy in the field of Income Tax, GST, Accounting and Company Law Matters to Limited &amp; Private Limited Companies and various Firms.</p>
Terms and conditions of Re-appointment	In terms of Section 149 of the Companies Act, 2013 and other Applicable act Mr. Bipinkumar Sureshbhai Thakkar who is appointed as a Non executive Independent Director of the Company for the period of 5 years from 13 <sup>th</sup> February, 2023 to 12 <sup>th</sup> February, 2028.
Remuneration (Including sitting fees)	Sitting fees: 5000 per meeting
Date of first appointment on the Board	13.02.2023
Shareholding in the Company as on date	NIL
Relationship with other Directors/ Key Managerial Personnel	-
Directorships of other Board as on date	-
Membership/Chairman of the committees of other Boards as on date	1. Audit Committee -Member 2. Nomination and Remuneration Committee- Member

<b>Mr. Vipul Harshadbhai Raval</b>	
Age	58
Qualification	Diploma in Mechanical Engineering
Experience	<p>Currently a freelancer consultant and expert adviser to industries. Currently, he advises industries for business topline growth by implementing and executing proven business practices. His expertise in streamlining of business process to maximize company's performance.</p> <p>Prior to starting consultancy, Mr. Raval was with GMM Pfadler Ltd &amp; Elecon Engineering Co.Ltd.</p> <p>He has worked across multiple functions including business strategy, procurement, Project planning, capital budget, risk analysis etc.</p> <p>Mr. Raval is a Diploma in Mechanical Engineering &amp; continuous learner from rich experience of 35 years.</p>
Terms and conditions of Re-appointment	In terms of Section 149 of the Companies Act, 2013 and other Applicable act Mr. Vipul Harshadbhai Raval who is appointed as a Non executive Independent Director of the Company for the period of 5 years from 13 <sup>th</sup> February, 2023 to 12 <sup>th</sup> February, 2028.
Remuneration (Including sitting fees)	Sitting fees: 5000 per meeting
Date of first appointment on the Board	13.02.2023
Shareholding in the Company as on date	4600 Equity Shares
Relationship with other Directors/ Key Managerial Personnel	-
Directorships of other Board as on date	-
Membership/Chairman of the committees of other Boards as on date	<p>1. Audit Committee -Member</p> <p>2. Nomination and Remuneration Committee- Member</p>

**FORMNO.MGT- 11**  
**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Venue of Meeting: Plot No. 604, G.I.D.C., Vitthal Udyognagar, Anand – 388 121,Gujarat, India  
Day, date & time: Extra Ordinary General Meeting, Saturday, 01<sup>st</sup> Day of April, 2023, at 11.00 A.M.

Name of the member(s) _____	Registered address :
_____	
Email Id : _____	Folio No./Client Id :
_____ DP ID : _____	

I/We, being the member(s) of .....equity shares of the above named company, hereby appoint 1. Name :

\_\_\_\_\_ Address :  
\_\_\_\_\_ E-mail ID:  
\_\_\_\_\_ Signature \_\_\_\_\_

or failing him

2. Name : \_\_\_\_\_ Address :

\_\_\_\_\_ E-mail ID:  
\_\_\_\_\_ Signature \_\_\_\_\_

or failing him

3. Name : \_\_\_\_\_ Address :

\_\_\_\_\_ E-mail ID:  
\_\_\_\_\_ Signature \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra Ordinary General Meeting, of the Company to be held on Saturday, 01<sup>st</sup> Day of April, 2023, at 11.00 A.M. at TaraSuns Plot No. 604, G.I.D.C., Vitthal Udyognagar, Anand – 388 121,Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

Resolution No.	Particulars of Resolution(s)	Vote	
		For	Against
1	Appointment of Mr. Bipinkumar Sureshbhai Thakkar (DIN: 10044474) as a Non-Executive Independent Director		
2	Appointment of Mr. Vipul Harshadbhai Raval (DIN: 10044523) as a Non-Executive Independent Director		

Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a Member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a Member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.

Signed this .....day of..... 2023

Signature of member (s) .....

Signature of Proxy holder(s) .....

Affix Revenue stamp Here
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Note:

1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY EIGHT HOURS before the commencement of the Meeting. A Proxy need not be a Member of the Company.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
3. A member may vote either for or against each resolution.

## **ATTENDANCE SLIP**

(To be handed over at the entrance)

**I/we hereby record my/our presence at the Extra Ordinary General Meeting of the Company held on Saturday, 01st April, 2023 at 11.00 a.m. at Plot No. 604, G.I.D.C., Vitthal Udyognagar, Anand – 388 121, Gujarat, India.**

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

**Full name of the member attending:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**Name of Proxy:** \_\_\_\_\_

**Regd. Folio No.:** \_\_\_\_\_

**DP Id:** \_\_\_\_\_ **Client Id :** \_\_\_\_\_

**No. Of shares held:** \_\_\_\_\_

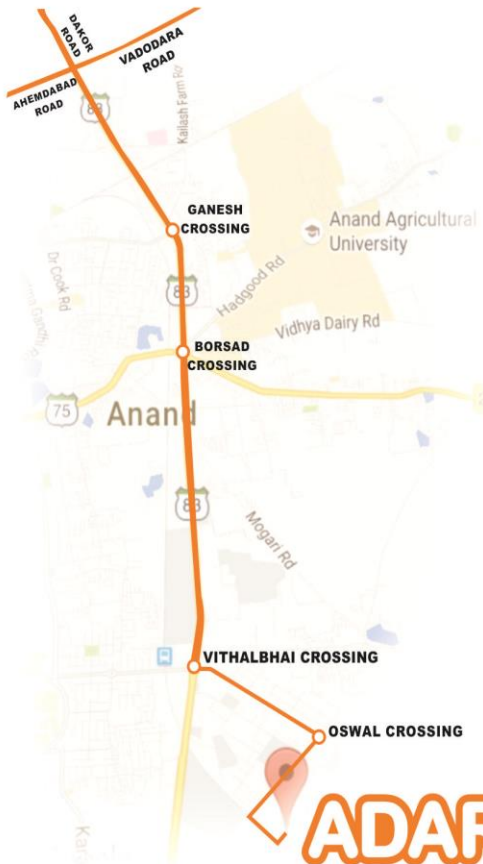
\_\_\_\_\_  
**Full Name of Shareholder (In block letters)**

\_\_\_\_\_  
**Signature of Shareholder**

\_\_\_\_\_  
**Full Name of Proxy (In block letters)**

\_\_\_\_\_  
**Signature of Proxy**

## ROUTE MAP



**ADARSH**  
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