

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 12<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF ANGEL FIBERS LIMITED WILL BE HELD ON SATURDAY, 20<sup>TH</sup> DAY OF SEPTEMBER, 2025 AT 11.00 A.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT SURVEY NO. 100/1, PLOT NO.1, HARIPAR, JAMNAGAR, GUJARAT, INDIA - 361112 TO TRANSACT THE FOLLOWING BUSINESSES:

**ORDINARY BUSINESSES**

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2025, TOGETHER WITH THE DIRECTORS AND AUDITORS REPORT**

*In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution;*

“RESOLVED THAT the audited financial statement of the Company for the financial year ended on 31<sup>st</sup> March, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. **TO REAPPOINT MR. JITENDRA GOPALBHAI RAIYANI (DIN: 00284527), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT**

**Explanation:** Based on the terms of appointment, office of executive directors and the non-executive & non independent directors are subject to retirement by rotation, Mr. Jitendra Gopalbhai Raiyani (DIN: 00284527), who was appointed on August 06, 2020 as non-executive Director and then changed his designation from executive to non-executive director w.e.f. October 1, 2022 and whose office is liable to retire by rotation at the ensuing AGM, being eligible, seeks re-appointment. Based on performance evaluation and the recommendation of the nomination and remuneration committee, the Board recommends his re-appointment. Therefore, members are requested to consider and if thought fit, to pass the following resolution with or without modification(s) as an Ordinary resolution:-

“RESOLVED THAT Mr. Jitendra Gopalbhai Raiyani (DIN: 00284527), who Retires by Rotation in terms of section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as executive director of the company whose office shall be liable to retirement by rotation”.

**SPECIAL BUSINESSES**

3. **APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH REDECO FIBERS PRIVATE LIMITED**

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 (“Act”) and other applicable provisions if any read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014 as amended and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, (“Listing Regulations”) and other applicable provisions thereof, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time, and based on the approval and recommendation of the Audit committee and the Board of Directors of the Company, approval of Shareholders 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(s) constituted/to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution), for entering into and/ or carrying out and/or

continuing with contracts, arrangements and transactions (whether individual transaction or transactions taken together or series of transactions or otherwise) with Redeco Fibers Private Limited, a related party within the meaning of Section 2(76) of the Companies Act 2013 for Purchase of Raw Materials, Purchase of Products, Sale of Raw Material and Sale of Products and for any other purchase/sale transactions as the companies mutually decides, on such terms and conditions as the Board of Directors may deem fit, the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, up to a maximum aggregate value of Rs.100 Crore for financial year 2025-26 provided that the said contract(s)/arrangement(s)/transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents as may be required and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**4. APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH MURLIDHAR WORLDTRADE PRIVATE LIMITED**

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act 2013 (“Act”) and other applicable provisions if any read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014 as amended and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, (“Listing Regulations”) and other applicable provisions thereof, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time, and based on the approval and recommendation of the Audit committee and the Board of Directors of the Company, approval of Shareholders 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(s) constituted/to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution), for entering into and/ or carrying out and/ or continuing with contracts, arrangements and transactions (whether individual transaction or transactions taken together or series of transactions or otherwise) with Murlidhar Worldtrade Private Limited, a related party within the meaning of Section 2(76) of the Companies Act 2013 for Purchase of Raw Materials, Purchase of Products, Sale of Raw Material and Sale of Products and for any other purchase/sale transactions as the companies mutually decides, on such terms and conditions as the Board of Directors may deem fit, the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, up to a maximum aggregate value of Rs.100 Crore for the financial year 2025-26 provided that the said contract(s)/arrangement(s)/transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents as may be required and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**5. APPROVAL OF REMUNERATION OF COST AUDITOR**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s Manish Bhagvandas Analkat, Cost Auditor (Firm Registration No. 100261) appointed by the Board on the recommendation of the Audit Committee of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026, be paid the remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms and documents with the Registrar of Companies.”

**6. TO REAPPOINT MR. ROHANKUMAR JITENDRA RAIYANI (DIN: 08814726) AS MANAGING DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION**

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

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the Board”), the approval of the Shareholders of the Company be and is hereby accorded for reappointment of Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) as Managing Director of the Company for further period of 5(five) years w.e.f. 25<sup>th</sup> September, 2025 to 24<sup>th</sup> September, 2030 liable to retire by rotation, upon such terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board constituted to exercise its power conferred by this Resolution) to alter and vary the terms and conditions of the said reappointment, and/or remuneration, subject to the same shall not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary herein contained, in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, the remuneration mentioned in the Explanatory Statement hereunder shall be paid to Mr. Rohankumar Jitendra Raiyani as minimum remuneration and the same shall be subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force);

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter.

**RESOLVED FURTHER THAT** the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Ahmedabad, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

**7. TO REAPPOINT MR. RAMESHKUMAR JIVRAJBHAI RANIPA (DIN: 03339532), AS WHOLE TIME DIRECTOR & CHAIRMAN OF THE COMPANY AND PAYMENT OF REMUNERATION**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the Board”), the approval of the Members of the Company be and is hereby accorded for reappointment of Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) as Whole time director & Chairman of the Company for further period of 5(five) years w.e.f. 25<sup>th</sup> September, 2025 to 24<sup>th</sup> September, 2030 liable to retire by rotation, upon such terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board constituted to exercise its power conferred by this Resolution) to alter and vary the terms and conditions of the said reappointment, and/or remuneration, subject to the same shall not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary herein contained, in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, the remuneration mentioned in the Explanatory Statement hereunder shall be paid to Mr. Rameshkumar Jivrajbhai Ranipa as minimum remuneration and the same shall be subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force);

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter.

**RESOLVED FURTHER THAT** the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Ahmedabad, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

**8. TO REAPPOINT MR. PANKAJ BECHARBHAI BHIMANI (DIN: 08818741), WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the Board”), the approval of the Shareholders of the Company be and is hereby accorded for reappointment of Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) as Whole time director of the Company for further period of 5(five) years w.e.f. 25<sup>th</sup> September, 2025 to 24<sup>th</sup> September, 2030 liable to retire by rotation, upon such terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board

constituted to exercise its power conferred by this Resolution) to alter and vary the terms and conditions of the said reappointment, and/or remuneration, subject to the same shall not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary herein contained, in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, the remuneration mentioned in the Explanatory Statement hereunder shall be paid to Mr. Pankaj Becharbhai Bhimani as minimum remuneration and the same shall be subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter.

**RESOLVED FURTHER THAT** the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Ahmedabad, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

**Date: 28.08.2025**

**Place: Haripar, Jamnagar**

**For and on Behalf of the Board of Directors,  
Angel Fibers Limited**

**Mr. Rohankumar Raiyani**  
**Managing Director**  
**(DIN :08814726)**

**Mr. Rameshkumar Ranipa**  
**Chairman & Wholetime Director**  
**(DIN :03339532)**

**IMPORTANT NOTES :**

1. The relative Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the businesses under Item Nos. 3 to 8 of the Notice, is annexed hereto.
2. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) and Secretarial Standard-2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation or Directors seeking re-appointment at this Annual General Meeting (“Meeting” or ‘AGM’) is furnished as Annexure to this Notice.
3. **A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.**  

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, duly completed, must be deposited at the Company’s registered office not less than 48 hours before the commencement of the meeting (on or before September 18, 2025, 11:00 a.m.). A proxy form for the AGM is enclosed. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.
4. Members/Proxies should bring their Attendance slip duly signed and completed for attending the AGM. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
5. Corporate members, intending to send their authorized representatives to attend the AGM, are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
6. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.
7. Holding of Company is fully in Demat Mode therefore Closure of Register of Members and Share Transfer Books of the Company is not applicable.
8. The route map showing directions to reach the venue of the 12<sup>th</sup> AGM is provided at the end of this Notice.
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
10. In accordance with the MCA General Circular No. 14/2020 dated April 08, and subsequent circulars issued in this regard, and latest being 09/2024 dated September 19, 2024 (“MCA Circulars”) the financial statements (including Board’s Report, Auditors’ Report or other documents required to be attached therewith) for the Financial Year ended 31<sup>st</sup> March 2025 pursuant to section 136 of the Act & Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose email addresses are registered with the Company/ bigshare services private limited or the Depository Participant(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members may note that this Notice and the Annual Report 2024-25 will also be available on the Company’s website viz. [www.angelfibers.com](http://www.angelfibers.com).
11. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.
12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
13. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
14. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants.
15. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
16. All documents specifically referred to in this Notice are opened for inspection at the registered office of the Company between 02.00 p.m. and 04.00 p.m. on all working days (except Saturdays, Sundays and Holidays) up to the date of AGM.
17. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by National Security Depository Limited (NSDL), on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through remote e-voting is deemed to have been passed as if they have been passed at the AGM.
18. The remote e-voting period commences on Wednesday, September 17, 2025 (09:00 a.m.) and ends on Friday, September 19, 2025 (05:00 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Monday, September 15, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
19. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper if voting not done by Electronic means. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date Monday, September 15, 2025.
20. The facility for voting through polling paper shall be made available at the AGM venue and the Members attending the AGM and holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Monday, September 15, 2025 and who have not already cast their vote by remote e-voting, shall be able to exercise their right to vote at the AGM.
21. The Members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

22. The Board of Directors has appointed M/s SCS and CO LLP, Practicing Company Secretary (Membership No. ACS 41942 COP 23630) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM and in a fair and transparent manner.
23. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
24. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, & provide the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
25. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.angelfibers.com](http://www.angelfibers.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

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

The remote e-voting period begins on Wednesday, September 17, 2025 - 09:00 A.M. and ends on Friday, September 19, 2025 - 5:00 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. Monday, September 15, 2025 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 Monday, September 15, 2025.

### 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>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.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. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <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> <li>4. Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p><b>NSDL Mobile App is available on</b></p> <p> <b>App Store</b>       <b>Google Play</b></p> <div style="display: flex; justify-content: space-around;">   </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>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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.</p>

**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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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. 1800-21-09911</p>

**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:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
  - 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'.
  - 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:

- 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).
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- 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**

<b>How to cast your vote electronically on NSDL e-Voting system?</b>
<ol style="list-style-type: none"> <li>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.</li> <li>Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.</li> <li>Now you are ready for e-Voting as the Voting page opens.</li> <li>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.</li> <li>Upon confirmation, the message "Vote cast successfully" will be displayed.</li> <li>You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.</li> <li>Once you confirm your vote on the resolution, you will not be allowed to modify your vote.</li> </ol>

<b>General Guidelines for shareholders</b>
<ol style="list-style-type: none"> <li>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 &amp; Company by e-mail to <a href="mailto:scsandcollp@gmail.com">scsandcollp@gmail.com</a> &amp; <a href="mailto:cs@angelfibers.com">cs@angelfibers.com</a> with a copy marked to <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>. 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.</li> <li>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 <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a> to reset the password.</li> </ol>

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 : 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the 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 [cs@angelfibers.com](mailto:cs@angelfibers.com) .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@angelfibers.com](mailto:cs@angelfibers.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.com](mailto:evoting@nsdl.com) 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.

**EXPLANATORY STATEMENT**

(Pursuant to section 102 of Companies Act, 2013 and Secretarial Standard – II on General Meetings)

**ITEM NO. 3**

**APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH REDECO FIBERS PRIVATE LIMITED: ORDINARY RESOLUTION**

Section 188 of the Companies Act 2013 & other applicable provisions of SEBI (LODR) Regulations, 2018 provided that any related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Redeco Fibers Private Limited is related party with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013.

The value of proposed aggregate transactions with Redeco Fibers Private Limited is likely to exceed the said threshold limit during the financial year 2025-26.

Accordingly, transaction(s) entered with Redeco Fibers Private Limited comes within the meaning of Related Party Transaction(s) in terms of provisions of the Act applicable rules framed thereunder.

Hence, approval of the shareholders is being sought by way of Ordinary Resolution as per our related party transactions policy for the said Related Party Transaction(s) proposed to be entered by our Company with Redeco Fibers Private Limited in the financial year 2025-26.

Although approval of the shareholders would not be required under the provisions of Section 188 of the Companies Act 2013 and the rules made thereunder and as amended from time to time due to the reason that transactions with related party are in the ordinary course of business and at the arm's length basis the same is being sought as an abundant precautionary measure.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with RPT Industry Standards dated June 26, 2025, particulars of the transactions with Redeco Fibers Private Limited are as follows:

Sr.	Particulars	Remarks
<b>PART A. Details of the related party and transactions with the related party</b>		
<b>A(1). Basic details of the related party</b>		
1.	<b>Name of Related Parties</b>	Redeco Fibers Private Limited
2.	<b>Country of incorporation of the related party</b>	India
3.	<b>Nature of business of the related party</b>	Manufacturing of cotton yarn
<b>A(2). Relationship and ownership of the related party</b>		
1.	<b>Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party.</b>  - <b>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or</b>	Relationship between Angel Fibers Limited and Redeco Fibers Private Limited are described below:

<p>indirect, in the related party.</p> <p>- Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary)</p> <p><i>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</i></p>	<table border="1"> <thead> <tr> <th>Name of Director</th> <th>Position in Angel Fibers Limited</th> <th>% of holding in Angel Fibers Limited</th> <th>Position in Redeco Fibers Private Limited</th> <th>% of holding in Redeco Fibers Private Limited</th> </tr> </thead> <tbody> <tr> <td>Rameshkumar Jivrajbhai Ranipa</td> <td>Director / Shareholder</td> <td>59.13%</td> <td>Director / Shareholder</td> <td>6.94%</td> </tr> <tr> <td>Prafulaben Rameshbhai Ranipa</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>3.44%</td> </tr> <tr> <td>Dharmikbhai Rameshbhai Ranipa</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>3.49%</td> </tr> <tr> <td>Jivrajbhai Premjibhai Ranipa</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>3.38%</td> </tr> <tr> <td>Radhikaben Hemangbhai Faldu</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>1.33%</td> </tr> <tr> <td>Hemangbhai Rashikbhai Faldu</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>2.56%</td> </tr> <tr> <td>Vanitaben Dhirajbhai Desai</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>0.62%</td> </tr> <tr> <td>Manjuben Sundarjibhai Godhani</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>0.22%</td> </tr> <tr> <td>Dayaben Nathalal Gadara</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>0.22%</td> </tr> <tr> <td>Kanchanben Mukeshbhai Thoriya</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>0.80%</td> </tr> <tr> <td>Jitendrabhai Gopalbhai Raiyani</td> <td>Director / Shareholder</td> <td>17.78%</td> <td>Director</td> <td>-</td> </tr> <tr> <td>Pravinbhai Gopalbhai Raiyani</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>3.56%</td> </tr> <tr> <td>Parthbhai Jitendrabhai Raiyani</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Director</td> <td>2.00%</td> </tr> <tr> <td>Pankajbhai Becharbhai Bhimani</td> <td>Director</td> <td>-</td> <td>Shareholder</td> <td>3.38%</td> </tr> <tr> <td>Jyotshnaben Pankajbhai Bhimani</td> <td>Shareholder</td> <td>0.51%</td> <td>Shareholder</td> <td>0.56%</td> </tr> <tr> <td>Arvindbhai Becharbhai Bhimani</td> <td>Relative of Director</td> <td>-</td> <td>Relative of Shareholder</td> <td>3.00%</td> </tr> </tbody> </table>	Name of Director	Position in Angel Fibers Limited	% of holding in Angel Fibers Limited	Position in Redeco Fibers Private Limited	% of holding in Redeco Fibers Private Limited	Rameshkumar Jivrajbhai Ranipa	Director / Shareholder	59.13%	Director / Shareholder	6.94%	Prafulaben Rameshbhai Ranipa	Relative of Director	-	Relative of Director	3.44%	Dharmikbhai Rameshbhai Ranipa	Relative of Director	-	Relative of Director	3.49%	Jivrajbhai Premjibhai Ranipa	Relative of Director	-	Relative of Director	3.38%	Radhikaben Hemangbhai Faldu	Relative of Director	-	Relative of Director	1.33%	Hemangbhai Rashikbhai Faldu	Relative of Director	-	Relative of Director	2.56%	Vanitaben Dhirajbhai Desai	Relative of Director	-	Relative of Director	0.62%	Manjuben Sundarjibhai Godhani	Relative of Director	-	Relative of Director	0.22%	Dayaben Nathalal Gadara	Relative of Director	-	Relative of Director	0.22%	Kanchanben Mukeshbhai Thoriya	Relative of Director	-	Relative of Director	0.80%	Jitendrabhai Gopalbhai Raiyani	Director / Shareholder	17.78%	Director	-	Pravinbhai Gopalbhai Raiyani	Relative of Director	-	Relative of Director	3.56%	Parthbhai Jitendrabhai Raiyani	Relative of Director	-	Relative of Director	2.00%	Pankajbhai Becharbhai Bhimani	Director	-	Shareholder	3.38%	Jyotshnaben Pankajbhai Bhimani	Shareholder	0.51%	Shareholder	0.56%	Arvindbhai Becharbhai Bhimani	Relative of Director	-	Relative of Shareholder	3.00%
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**A(3). Details of previous transactions with the related party**

1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	<table border="1"> <thead> <tr> <th>Year</th> <th>Nature of Transaction</th> <th>Amount of Transaction</th> </tr> </thead> <tbody> <tr> <td>2024-25</td> <td>Sale / Purchase</td> <td>Rs. 10,65,07,901</td> </tr> </tbody> </table>	Year	Nature of Transaction	Amount of Transaction	2024-25	Sale / Purchase	Rs. 10,65,07,901
		Year	Nature of Transaction	Amount of Transaction				
2024-25	Sale / Purchase	Rs. 10,65,07,901						
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	<table border="1"> <thead> <tr> <th>Quarter</th> <th>Nature of Transaction</th> <th>Amount of Transaction</th> </tr> </thead> <tbody> <tr> <td>30.06.2025</td> <td>Sale / Purchase</td> <td>Rs. 5,31,87,378</td> </tr> </tbody> </table>	Quarter	Nature of Transaction	Amount of Transaction	30.06.2025	Sale / Purchase	Rs. 5,31,87,378
		Quarter	Nature of Transaction	Amount of Transaction				
30.06.2025	Sale / Purchase	Rs. 5,31,87,378						

3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A								
<b>A(4). Amount of the proposed transaction(s)</b>										
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 100 Cr. For Purchase/ Sale Transaction								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes								
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	50%								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	1.48% of total turnover of Redeco Fibers Private Limited								
6.	Financial performance of the related party for the immediately preceding financial year	<table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2023-24</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>289,12,80,653</td> </tr> <tr> <td>Profit After Tax</td> <td>25,08,116</td> </tr> <tr> <td>Net Worth</td> <td>42,65,51,704</td> </tr> </tbody> </table>	Particulars	FY 2023-24	Turnover	289,12,80,653	Profit After Tax	25,08,116	Net Worth	42,65,51,704
Particulars	FY 2023-24									
Turnover	289,12,80,653									
Profit After Tax	25,08,116									
Net Worth	42,65,51,704									
<b>A(5). Basic details of the proposed transaction</b>										
1.	Specific type of the proposed transaction (e.g.	sale of goods/services, purchase of goods/services								

	sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	
2.	Details of each type of the proposed transaction	Sale and Purchase of Goods/Services collectively upto Rs. 100 Cr.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year (in accordance with Master circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024)
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 100 Cr
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT is in the best interest of the listed entity as both parties operate in the same line of business, allowing for strong operational synergy and better coordination. In case of any shortfall in raw materials or finished goods, the related party can ensure timely supply, enabling the company to meet customer requirements without delay. This helps maintain business continuity, customer satisfaction, and market reputation. The transactions will be conducted at arm's length and in the ordinary course of business, ensuring transparency and compliance. Overall, these arrangements support efficient operations and add strategic value to the listed entity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party <i>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</i>	Refer Point No. 1 in section A (2) above.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A
9.	Other information relevant for decision making	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act forming part of this Notice.
<b>PART B. Details for specific transactions</b>		
<b>B(1). Disclosure relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</b>		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Each and all transactions with related party are in the ordinary course of business and on arm's length basis.

		Hence, the Management is of the view that bids are not required to be solicited for the said transactions.
2.	<b>Basis of determination of price.</b>	The basis of price determination for the proposed transactions is that the same rate is applied as offered to non-related entities on the same day, for the same quality of goods or services. This ensures consistency in pricing, adherence to market standards, and that all transactions are conducted at arm's length.
3.	<b>In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:</b>  a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	N.A
<b>B (2). Disclosure relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary – N.A</b>		
<b>B (3). Disclosure relating to investment made by the listed entity or its subsidiary – N.A</b>		
<b>B (4). Disclosure relating guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary. – N.A</b>		
<b>B (5). Disclosure relating to borrowings by the listed entity or its subsidiary. – N.A</b>		
<b>B (6). Disclosure relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. – N.A</b>		
<b>B (7). Disclosure relating to payment of royalty. – N.A</b>		
<b>PART C. specific type of material RPT transactions not covered in Part A and B – N. A</b>		

All executive directors, promoters and entire Promoter Group are, in any way, concerned or interested in the said resolution.

*Since, entire Promoters and Promoters' Group may construe as Related Party to this transaction, all entities falling under the definition of Promoters and Promoters' Group of the Company shall abstain from voting for this resolution.*

The Board of Directors recommends passing of the resolution as set out item no. 3 of this Notice as Ordinary Resolution.

#### ITEM NO. 4

#### **APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH MURLIDHAR WORLDTRADE PRIVATE LIMITED: ORDINARY RESOLUTION**

Section 188 of the Companies Act 2013 and the applicable Rules framed thereunder provided that any related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Murlidhar Worldtrade Private Limited is related party with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013.

The value of proposed aggregate transactions with Murlidhar Worldtrade Private Limited is likely to exceed the said threshold limit during the financial year 2025-26.

Accordingly, transaction(s) entered with Murlidhar Worldtrade Private Limited comes within the meaning of Related Party Transaction(s) in terms of provisions of the Act applicable rules framed thereunder.

Hence, approval of the shareholders is being sought by way of Ordinary Resolution as per our related party transactions policy for the said Related Party Transaction(s) proposed to be entered by our Company with Murlidhar Worldtrade Private Limited in the financial year 2025-26.

Although approval of the shareholders would not be required under the provisions of Section 188 of the Companies Act 2013 and the rules made thereunder and as amended from time to time due to the reason that transactions with related party are in the ordinary course of business and at the arm's length basis the same is being sought as an abundant precautionary measure.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date and in accordance with RPT Industry Standards dated June 26, 2025, particulars of the transactions with Murlidhar Worldtrade Private Limited are as follows:

Sr.	Particulars	Remarks										
<b>PART A. Details of the related party and transactions with the related party</b>												
<b>A(1). Basic details of the related party</b>												
1.	<b>Name of Related Parties</b>	Murlidhar Worldtrade Private Limited										
2.	<b>Country of incorporation of the related party</b>	India										
3.	<b>Nature of business of the related party</b>	Trading in all types of textile items including yarn										
<b>A(2). Relationship and ownership of the related party</b>												
1.	<p><b>Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party.</b></p> <ul style="list-style-type: none"> <li>- Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</li> <li>- Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)</li> </ul>	<p>Relationship between Angel Fibers Limited and Murlidhar Worldtrade Private Limited are described below:</p> <table border="1"> <thead> <tr> <th>Name of Director</th> <th>Position in Angel Fibers Limited</th> <th>% of holding in Angel Fibers Limited</th> <th>Position in Murlidhar Worldtrade Private Limited</th> <th>% of holding in Murlidhar Worldtrade Private Limited</th> </tr> </thead> <tbody> <tr> <td>Dharmikbhai Rameshbhai Ranipa</td> <td>Relative of Director</td> <td>-</td> <td>Director / Shareholder</td> <td>50 %</td> </tr> </tbody> </table>	Name of Director	Position in Angel Fibers Limited	% of holding in Angel Fibers Limited	Position in Murlidhar Worldtrade Private Limited	% of holding in Murlidhar Worldtrade Private Limited	Dharmikbhai Rameshbhai Ranipa	Relative of Director	-	Director / Shareholder	50 %
Name of Director	Position in Angel Fibers Limited	% of holding in Angel Fibers Limited	Position in Murlidhar Worldtrade Private Limited	% of holding in Murlidhar Worldtrade Private Limited								
Dharmikbhai Rameshbhai Ranipa	Relative of Director	-	Director / Shareholder	50 %								

	<i>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</i>							
<b>A(3). Details of previous transactions with the related party</b>								
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	<table border="1"> <thead> <tr> <th>Year</th> <th>Nature of Transaction</th> <th>Amount of Transaction</th> </tr> </thead> <tbody> <tr> <td>2024-25</td> <td>Sale / Purchase</td> <td>Rs. 49,92,18,884</td> </tr> </tbody> </table>	Year	Nature of Transaction	Amount of Transaction	2024-25	Sale / Purchase	Rs. 49,92,18,884
		Year	Nature of Transaction	Amount of Transaction				
2024-25	Sale / Purchase	Rs. 49,92,18,884						
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	<table border="1"> <thead> <tr> <th>Quarter</th> <th>Nature of Transaction</th> <th>Amount of Transaction</th> </tr> </thead> <tbody> <tr> <td>30.06.2025</td> <td>Sale / Purchase</td> <td>Rs. 19,34,86,545</td> </tr> </tbody> </table>	Quarter	Nature of Transaction	Amount of Transaction	30.06.2025	Sale / Purchase	Rs. 19,34,86,545
		Quarter	Nature of Transaction	Amount of Transaction				
30.06.2025	Sale / Purchase	Rs. 19,34,86,545						
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A						
<b>A(4). Amount of the proposed transaction(s)</b>								
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 100 Cr. For Purchase/ Sale Transaction						
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes						
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	50%						
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity	N.A						

	is not a party to the transaction)	
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	40.69% of total turnover of Murlidhar Worldtrade Private Limited.
6.	Financial performance of the related party for the immediately preceding financial year	Murlidhar Worldtrade Private Limited incorporated on 02 <sup>nd</sup> July, 2024 and FY 2024-25 is its first reporting year, for which audited figures are not available as of now.
<b>A(5). Basic details of the proposed transaction</b>		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	sale of goods/services, purchase of goods/services
2.	Details of each type of the proposed transaction	Sale and Purchase of Goods/Services collectively upto Rs. 100 Cr.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year (in accordance with Master circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024)
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 100 Cr
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT is in the best interest of the listed entity as Murlidhar Worldtrade Private Limited has been specifically formed to focus on the core area of marketing in both domestic and international markets. It plays a strategic role in enhancing market reach and strengthening the brand's presence globally. Additionally, it is engaged in the trading of all types of textile products, purchase cotton yarn from the listed entity which supports business growth and diversification. The related party also gives priority to the listed entity at the time of its cotton yarn purchases, ensuring consistent demand and support. These transactions will help optimize resources, improve market penetration, and are conducted at arm's length, ensuring compliance and fairness.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Refer Point No. 1 in section A (2) above.

	<i>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</i>	
8.	<b>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</b>	N.A
9.	<b>Other information relevant for decision making</b>	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act forming part of this Notice.
<b>PART B. Details for specific transactions</b>		
<b>B(1). Disclosure relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</b>		
1.	<b>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.</b>	Each and all transactions with related party are in the ordinary course of business and on arm's length basis. Hence, the Management is of the view that bids are not required to be solicited for the said transactions.
2.	<b>Basis of determination of price.</b>	The basis of price determination for the proposed transactions is that the same rate is applied as offered to non-related entities on the same day, for the same quality of goods or services. This ensures consistency in pricing, adherence to market standards, and that all transactions are conducted at arm's length.
3.	<b>In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:</b> a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	N.A
<b>B (2). Disclosure relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary – N.A</b>		
<b>B (3). Disclosure relating to investment made by the listed entity or its subsidiary – N.A</b>		
<b>B (4). Disclosure relating guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary. – N.A</b>		
<b>B (5). Disclosure relating to borrowings by the listed entity or its subsidiary. – N.A</b>		
<b>B (6). Disclosure relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. – N.A</b>		
<b>B (7). Disclosure relating to payment of royalty. – N.A</b>		
<b>PART C. specific type of material RPT transactions not covered in Part A and B – N. A</b>		

All executive directors, promoters and entire Promoter Group are, in any way, concerned or interested in the said resolution.

*Since, entire Promoters and Promoters' Group may construe as Related Party to this transaction, all entities falling under the definition of Promoters and Promoters' Group of the Company shall abstain from voting for this resolution.*

The Board of Directors recommends passing of the resolution as set out item no. 4 of this Notice as Ordinary Resolution.

#### ITEM NO. 5

##### **APPROVAL OF REMUNERATION OF COST AUDITOR: ORDINARY RESOLUTION**

The Board at its meeting held on May 28, 2025, on the recommendation of the Audit Committee has approved the appointment of M/s Manish Bhagvandas Analkat, Cost Auditor (FRN: 100261) at remuneration of Rs. 40,000/- plus taxes as applicable and reimbursement of out-of pocket expenses, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company; accordingly consent of the members is sought by way of ordinary resolution.

The Directors recommends the resolution for member's approval as an Ordinary Resolution. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the matter and the resolution set out under Item No. 5 for the approval of the Members by way of passing Ordinary Resolution(s).

#### ITEM NO. 6

##### **TO REAPPOINT MR. ROHANKUMAR JITENDRA RAIYANI (DIN: 08814726) AS MANAGING DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION : SPECIAL RESOLUTION**

Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) was regularized and designated as Managing Director for a period of 5 years w.e.f. September 25, 2020 in the Annual General Meeting held on September 24, 2020 with a remuneration of Rs. 1,00,000 (one lac) per month including allowances. Further, in the Annual General Meeting held on September 29, 2021 his remuneration was revised to Rs. 60,00,000/- per annum excluding perquisite, which was fixed under Schedule V of Companies Act, 2013, therefore approval of Shareholders was sought for remuneration of director for his remaining term. The other terms and conditions of his appointment, as approved by the Shareholders remained unchanged.

Accordingly, term of Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) expires on September 24, 2025 and upon recommendation by Nomination and Remuneration Committee, Board of Directors at its meeting held on August 28, 2025 has approved his reappointment as Managing Director of the company for a further period of 5 (five) years w.e.f. 25<sup>th</sup> September, 2025 to 24<sup>th</sup> September, 2030, subject to the approval of the members in the General Meeting upon the terms and conditions for the reappointment and payment of remuneration by way of salary, perquisites and allowances in accordance with Schedule V of Companies Act, 2013 of w.e.f. 25<sup>th</sup> September, 2025 as mentioned below.

The Board of Directors has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

It is proposed to seek the members' approval for the appointment of and remuneration payable Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) as Managing Director of the company, in terms of the applicable provisions of the Act.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Rohankumar Jitendra Raiyani (DIN: 08814726), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Rohankumar Jitendra Raiyani (DIN: 08814726), as Managing Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

**General Information**

**Nature of Industry:** The Company is engaged in manufacturing of varied cotton yarn from raw cotton.

**Date or expected date of commencement of commercial production:** The Company has already started the commercial production.

**In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

Financial performance based on given indicators:

(Amount in Rupees)

Particulars	FY 2024-25	FY 2023-24
Revenue from operations	2,00,91,41,654.00	189,26,44,330.00
Other income	4,71,38,616.00	4,52,57,784.00
Total revenue	2,05,62,80,271.00	1,93,79,02,114.00
EBITDA	12,57,94,612.00	11,47,46,375.00
Less:		
Finance Costs	4,26,99,803.00	4,14,59,419 .00
Depreciation	6,36,57,076.00	7,58,47,246.00
Profit before tax, exceptional and extraordinary items	1,94,37,733.00	(25,60,290.00)
Add/(Less): Exceptional/Extraordinary income/(expense)	0.00	0.00
Profit before tax	1,94,37,733.00	(25,60,290.00)
Less: Taxes on income	10,56,659.00	(30,34,976.00)
Current Tax	35,00,000	
Deferred tax	(24,43,341)	(30,34,976)
Profit after tax	1,83,81,074.00	4,74,686.00
EPS – Basic	0.74	0.02
EPS – Diluted	0.74	0.02

**Export performance and net foreign exchange:** During the year under review, the company has no direct export.

**Foreign Investment and collaborations, if any:** No collaborations has been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 1,92,000 Equity Shares.

**Information about the Managing Director:**

**Background Details:** Mr. Rohankumar Jitendra Raiyani (DIN: 08814726), aged 30 years is appointed as the Managing Director of our Company. Mr. Rohankumar Jitendra Raiyani has successfully managed businesses in manufacturing. He has vast experience in business management, formulation of business strategies, planning and implementation.

**Past Remuneration:** Rs. 3,35,000 for the F.Y. 2024-25 & sitting fees of Rs.30,000

**Recognition of Award:** None

**Job Profile and his suitability:** He joined Angel Fibers Limited on completion of his education from LAMBTON COLLEGE, TORONTO, CANADA and achieved degree in “advance project management and strategic leadership”. He is Director of the Company since last 5years & is well versed with the business of the company & has contributed in the growth of the Company.

**Terms and conditions of Remuneration: -**

Basic Salary up to Rs. 60,00,000 P.A. excluding perquisite mentioned hereunder for the existing term.

**Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person:**

Taking into consideration the size of the Company, the profile of Mr. Rohankumar Jitendra Raiyani, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

**Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:**

Mr. Rohankumar Jitendra Raiyani has pecuniary relationship to the extent he is director & he is son of Company’s Executive Director Mr. Jitendra Gopalbhai Raiyani and son-in-law of Company’s Chairman and Whole-time Director naming Mr. Rameshkumar Jivrajbhai Ranipa.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the appointment of Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) as a Managing Director of the Company are now being placed before the Members for their approval & remuneration proposed above in accordance with Schedule V of Companies Act, 2013 of w.e.f. 25<sup>th</sup> September, 2025.

Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) for the term as Managing Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 06 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) and his relatives to the extent of their shareholding in the Company & Mr. Rameshkumar Jivrajbhai Ranipa and Mr. Jitendra Gopalbhai Raiyani, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

**Reasons of loss or inadequate profits:**

We are working as per industry standards. The profit margin is low in commodity segment. The remuneration to be given is decided based on industry standards, looking to their profile the remunerations is justified.

**Steps taken or proposed to be taken for improvement:**

The Company has initiated various steps to improve its administrative performance, including lowering its administrative costs.

**Expected increase in productivity and profits in measurable terms:**

The management continues to be optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.

The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) are as follows:

<b>Name of Director</b>	Mr. Rohankumar Jitendra Raiyani (DIN: 08814726)
<b>Date of Birth</b>	August 31, 1995
<b>Date of Initial Appointment</b>	August 06, 2020
<b>Date of Appointment (at current term)</b>	Re-designated as Managing Director w.e.f. September 25, 2020 subsequent to approval of Shareholders in the Annual General Meeting.
<b>Educational Qualifications</b>	Masters in Management from Canada
<b>Terms &amp; Conditions</b>	As given above
<b>Remuneration last drawn</b>	Rs. 3,35,000 for the F.Y. 2024-25 & sitting fees of Rs.30,000
<b>Remuneration sought to be paid</b>	As given above
<b>Number of Board Meetings attended during the Financial Year 2024-25</b>	06/06
<b>Experience - Expertise in specific functional areas - Job profile and suitability</b>	He joined Angel Fibers Limited on completion of his education from LAMBTON COLLAGE, TORONTO, CANADA and achieved degree in “advance project management and strategic leadership”. He is Director of the Company since last 5years & is well versed with the business of the company & has contributed in the growth of the Company.
<b>Directorships held in other companies (excluding foreign companies, Section 8 companies and Struck off Companies and our Company)</b>	Nil
<b>Memberships / Chairmanships of committees of other public companies</b>	Nil
<b>Shareholding in the Company:</b>	Nil
<b>Inter-se Relationship with other Directors</b>	Mr. Rohankumar Jitendrabha Raiyani is son of Mr. Jitendrabhai Raiyani and son-in-law of Mr. Rameshbhai Ranipa.
<b>Information as required pursuant to BSE Circular No. L1ST/COMP/14/2018- 19 dated June 20, 2018</b>	Mr. Rohankumar Jitendrabha Raiyani is not debarred from holding the office of director pursuant to any SEBI order

The Board of Directors is of the view that the appointment of Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) as Managing Director of the Company will be beneficial to the operations of the Company and the remuneration payable to him is commensurate with his abilities and experience and accordingly recommends the Special Resolution of the accompanying Notice for approval by the Members of the Company.

Mr. Rameshkumar Jivrajbhai Ranipa and Mr. Jitendra Gopalbhai Raiyani, directors of the Company and their relatives to the extent their shareholding in the Company are interested, in the resolution.

Members may note that in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Rohankumar Jitendra Raiyani will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of Mr. Rohankumar Jitendra Raiyani (DIN: 08814726) as Managing Director of the Company.

The Board recommends the matter and the resolution set out under Item No. 6 for the approval of the Members by way of passing Special Resolution(s).

#### **ITEM NO. 07**

#### **TO APPROVE PAYMENT OF REMUNERATION PAYABLE TO MR. RAMESHKUMAR JIVRAJBHAI RANIPA (DIN: 03339532), WHOLE TIME DIRECTOR & CHAIRMAN OF THE COMPANY FOR HIS REMAINING TERM: SPECIAL RESOLUTION**

Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) was designated as whole-time director & chairman for a period of 5 years w.e.f. September 25, 2020 in the Annual General Meeting held on September 24, 2020 with a remuneration of Rs. 1,00,000 (one lac) per month including allowances. Further, in the Annual General Meeting held on September 29, 2021, his remuneration was revised to Rs. 60,00,000/- per annum excluding perquisite, which was fixed under Schedule V of Companies Act, 2013. The other terms and conditions of his appointment, as approved by the Shareholders remained unchanged.

Accordingly, term of Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) expires on September 24, 2025 and upon recommendation by Nomination and Remuneration Committee, Board of Directors at its meeting held on August 28, 2025 has approved his reappointment as Managing Director of the company for a further period of 5 (five) years w.e.f. 25<sup>th</sup> September, 2025 to 24<sup>th</sup> September, 2030, subject to the approval of the members in the General Meeting upon the terms and conditions for the reappointment and payment of remuneration by way of salary, perquisites and allowances in accordance with Schedule V of Companies Act, 2013 of w.e.f. 25<sup>th</sup> September, 2025 as mentioned below.

The Board of Directors has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

It is proposed to seek the members' approval for the appointment of and remuneration payable Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) as whole time director & chairman of the company, in terms of the applicable provisions of the Act.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532), as whole time director & chairman is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

#### General Information

**Nature of Industry:** The Company is engaged in manufacturing of varied cotton yarn from raw cotton.

**Date or expected date of commencement of commercial production:** The Company has already started the commercial production.

**In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

Financial performance based on given indicators:

(Amount in Rupees)

Particulars	FY 2024-25	FY 2023-24
Revenue from operations	2,00,91,41,654.00	189,26,44,330.00
Other income	4,71,38,616.00	4,52,57,784.00
Total revenue	2,05,62,80,271.00	1,93,79,02,114.00
EBITDA	12,57,94,612.00	11,47,46,375.00
Less:		
Finance Costs	4,26,99,803.00	4,14,59,419 .00
Depreciation	6,36,57,076.00	7,58,47,246.00
Profit before tax, exceptional and extraordinary items	1,94,37,733.00	(25,60,290.00)
Add/(Less): Exceptional/Extraordinary income/(expense)	0.00	0.00
Profit before tax	1,94,37,733.00	(25,60,290.00)
Less: Taxes on income	10,56,659.00	(30,34,976.00)
Current Tax	35,00,000	
Deferred tax	(24,43,341)	(30,34,976)
Profit after tax	1,83,81,074.00	4,74,686.00
EPS – Basic	0.74	0.02
EPS – Diluted	0.74	0.02

**Export performance and net foreign exchange:** During the year under review, the company has no direct export.

**Foreign Investment and collaborations, if any:** No collaborations has been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 1,92,000 Equity Shares.

**Information about the Whole Time Director:**

**Background Details:** Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532), aged 53 years is appointed as the whole time director & chairman of our Company. Mr. Rameshkumar Jivrajbhai Ranipa is responsible for activities related to manufacturing.

**Recognition of Award: None**

**Past Remuneration:** In the F.Y. 2024-25 Mr. Rameshkumar Jivrajbhai Ranipa received 35,000 as sitting fees.

**Job Profile and his suitability:** Mr. Rameshkumar Jivrajbhai Ranipa took franchise of Mahindra Tractor under the name Murlidhar Tractors in the year 2001. Firm is running successfully since inception. He entered in the Ceramic industry also and became director in Redstone Granito Private Limited since 2010. Moving forward he entered in textile industry in 2015 and started Sanvi Spinning Mill Private Limited. To further increase capacity in spinning industries he has acquire Angel Fibers Limited in the year 2020. Then after in 2020 he started another spinning mill with more capacity naming Redeco Fibers Private Limited and in 2021 third spinning mill naming Haripriya Spinning Mill Private Limited.

**Terms and conditions of Remuneration: -**

Basic Salary up to Rs. 60,00,000 P.A. excluding perquisite mentioned hereunder for the existing term.

**Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person:**

Taking into consideration the size of the Company, the profile of Mr. Rameshkumar Jivrajbhai Ranipa, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

**Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:**

Mr. Rameshkumar Jivrajbhai Ranipa has pecuniary relationship to the extent he is director and Promoter of the Company. Mr. Rameshkumar Jivrajbhai Ranipa is father-in-law of Company's Managing Director naming Mr. Rohankumar Jitendra Raiyani.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the appointment of Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) as whole time director & chairman of the Company are now being placed before the Members for their approval in accordance with Schedule V of Companies Act, 2013 of w.e.f. 25<sup>th</sup> September, 2025.

Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) for the term as whole time director & chairman will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 07 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) and his relatives to the extent of their shareholding in the Company & Mr. Rohankumar Jitendra Raiyani and Mr. Jitendra Gopalbhai Raiyani, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

**Reasons of loss or inadequate profits:**

We are working as per industry standards. The profit margin is low in commodity segment. The remuneration to be given is decided based on industry standards, looking to their profile the remunerations is justified.

**Steps taken or proposed to be taken for improvement:**

The Company has initiated various steps to improve its administrative performance, including lowering its administrative costs.

**Expected increase in productivity and profits in measurable terms:**

The management continues to be optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.

The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) are as follows:

<b>Name of Director</b>	Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532)
<b>Date of Birth</b>	April 21, 1971
<b>Date of Initial Appointment</b>	May 08, 2020
<b>Date of Appointment (at current term)</b>	Appointed cum re-designated as Whole -Time Director and Chairman in Board Meeting held on August 31, 2020 subject to approval of Shareholders in the ensuing Annual General Meeting.
<b>Educational Qualifications</b>	S.S.C
<b>Terms &amp; Conditions</b>	As given above
<b>Remuneration last drawn</b>	Sitting fees of Rs.35,000 for the F.Y. 2024-25
<b>Remuneration sought to be paid</b>	As given above
<b>Number of Board Meetings attended during the Financial Year 2024-25</b>	06/06
<b>Experience &amp; Expertise in specific functional areas - Job profile and suitability</b>	Mr. Rameshkumar Jivrajbhai Ranipa started his carrier as a clerk in Agriculture co-operative society then took franchise of Mahindra Tractor under the name Murlidhar Tractors in the year by 2001. Firm is running successfully since inception. He entered in the Ceramic industry also and became director in Redstone Granito Private Limited since 2010. Moving forward he entered in textile industry in 2015 and started Sanvi Spinning Mill Private Limited. To further increase capacity in spinning industries he has acquire Angel Fibers Limited in the year 2020. Then after in 2020 he started another spinning mill with more capacity naming Redeco Fibers Private Limited and in 2021 third spinning mill naming Haripriya Spinning Mill Private Limited.
<b>Directorships held in other companies (excluding foreign companies, Section 8 companies and Struck off Companies and our Company)</b>	1. Redeco Fibers Private Limited CIN - U17299GJ2020PTC118191 2. Redstone Granito Private Limited CIN - U26914GJ2010PTC063247 3. Haripriya Spinning Mill Private Limited CIN - U17309GJ2021PTC127548
<b>Memberships / Chairmanships of committees of other public companies</b>	Nil
<b>Shareholding in the Company:</b>	1,47,82,700 equity shares
<b>Inter-se Relationship with other Directors</b>	Mr. Rameshkumar Jivrajbhai Ranipa is father-in-law of Mr. Rohankumar Raiyani
<b>Information as required pursuant to BSE Circular No. L1ST/COMP/14/2018- 19 dated June 20, 2018</b>	Mr. Rameshkumar Jivrajbhai Ranipa is not debarred from holding the office of director pursuant to any SEBI order.

The Board of Directors is of the view that the appointment of Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) as Chairman & Whole-time Director of the Company will be beneficial to the operations of the Company and the remuneration payable to him is commensurate with his abilities and experience and accordingly recommends the Special Resolution of the accompanying Notice for approval by the Members of the Company.

Mr. Rohankumar Jitendra Raiyani and Mr. Jitendra Gopalbhai Raiyani, directors of the Company and their relatives to the extent their shareholding in the Company are interested, in the resolution.

Members may note that in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Rameshkumar Jivrajbhai Ranipa will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of Mr. Rameshkumar Jivrajbhai Ranipa (DIN: 03339532) as Chairman & Whole-time Director of the Company.

The Board recommends the matter and the resolution set out under Item No. 7 for the approval of the Members by way of passing Special Resolution(s).

## ITEM NO. 8

### **TO REAPPOINT MR. PANKAJ BECHARBHAJ BHIMANI (DIN: 08818741) AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION: SPECIAL RESOLUTION**

Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) was designated as Whole-time Director for a period of 5 years w.e.f September 25, 2020 in the Annual General Meeting held on September 24, 2020 with a remuneration of Rs. 1,00,000 (one lac) per month including allowances. Further, in the Annual General Meeting held on September 29, 2021 his remuneration was revised to Rs. 36,00,000/- per annum excluding perquisite, which was fixed under Schedule V of Companies Act, 2013, therefore approval of Shareholders was sought for remuneration of director for his remaining term. The other terms and conditions of his appointment, as approved by the Shareholders remained unchanged.

Accordingly, term of Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) expires on September 24, 2025 and upon recommendation by Nomination and Remuneration Committee, Board of Directors at its meeting held on August 28, 2025 has approved his reappointment as Managing Director of the company for a further period of 5 (five) years w.e.f. 25<sup>th</sup> September, 2025 to 24<sup>th</sup> September, 2030 subject to the approval of the members in the General Meeting upon the terms and conditions for the reappointment and payment of remuneration by way of salary, perquisites and allowances in accordance with Schedule V of Companies Act, 2013 of w.e.f. 25<sup>th</sup> September, 2025 as mentioned below.

The Board of Directors has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

It is proposed to seek the members' approval for the appointment of and remuneration payable Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) as Whole-time Director of the company, in terms of the applicable provisions of the Act.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Pankaj Becharbhai Bhimani (DIN: 08818741), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Pankaj Becharbhai Bhimani (DIN: 08818741), as Whole-time Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

#### **General Information**

**Nature of Industry:** The Company is engaged in manufacturing of varied cotton yarn from raw cotton.

**Date or expected date of commencement of commercial production:** The Company has already started the commercial production.

**In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

Financial performance based on given indicators:

(Amount in Rupees)

Particulars	FY 2024-25	FY 2023-24
Revenue from operations	2,00,91,41,654.00	189,26,44,330.00
Other income	4,71,38,616.00	4,52,57,784.00
Total revenue	2,05,62,80,271.00	1,93,79,02,114.00
EBITDA	12,57,94,612.00	11,47,46,375.00
Less:		
Finance Costs	4,26,99,803.00	4,14,59,419 .00
Depreciation	6,36,57,076.00	7,58,47,246.00
Profit before tax, exceptional and extraordinary items	1,94,37,733.00	(25,60,290.00)
Add/(Less): Exceptional/Extraordinary income/(expense)	0.00	0.00
Profit before tax	1,94,37,733.00	(25,60,290.00)
Less: Taxes on income	10,56,659.00	(30,34,976.00)
Current Tax	35,00,000	
Deferred tax	(24,43,341)	(30,34,976)
Profit after tax	1,83,81,074.00	4,74,686.00
EPS – Basic	0.74	0.02
EPS – Diluted	0.74	0.02

**Export performance and net foreign exchange:** During the year under review, the company has no direct export.

**Foreign Investment and collaborations, if any:** No collaborations has been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 1,92,000 Equity Shares.

**Information about the Whole-time Director:**

**Background Details: Mr. Pankaj Becharbhai Bhimani**, aged 43 years, is Whole-time Director of our Company. He has been on the Board of our Company since August 06, 2020. He has wide knowledge of more than 25 years. He is a partner in Murlidhar Tractors (partnership firm) since last 20 years and hence having wide experience in sales and market research. He is actively involved with production and marketing management of the company and his skills are very useful to the company.

**Past Remuneration:** In the F.Y. 2024-25 Mr. Pankaj Becharbhai Bhimani received 30,000 as sitting fees.

**Recognition of Award:** None

**Job Profile and his suitability:**

**Mr. Pankaj Becharbhai Bhimani** He is a partner in Murlidhar Tractors (partnership firm) since last 25 years and hence having wide experience in sales and market research.

**Terms and conditions of Remuneration: -**

Basic Salary up to Rs. 36,00,000 P.A. excluding perquisite mentioned hereunder for the existing term.

**Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person:**

Taking into consideration the size of the Company, the profile of Mr. Pankaj Becharbhai Bhimani, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

**Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel:**

Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) has pecuniary relationship to the extent he is relative of the directors of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the appointment of Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) as whole time director of the Company are now being placed before the Members for their approval in accordance with Schedule V of Companies Act, 2013 of w.e.f. 25<sup>th</sup> September, 2025

The Board of Directors is of the view that the revision in Remuneration payable to Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) for the existing term as Whole-time Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 8 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Pankaj Becharbhai Bhimani himself and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

**Reasons of loss or inadequate profits:**

We are working as per industry standards. The profit margin is low in commodity segment. The remuneration to be given is decided based on industry standards, looking to their profile the remunerations is justified.

**Steps taken or proposed to be taken for improvement:**

The Company has initiated various steps to improve its administrative performance, including lowering its administrative costs.

**Expected increase in productivity and profits in measurable terms:**

The management continues to be optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.

The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) are as follows:

<b>Name of Director</b>	Mr. Pankaj Becharbhai Bhimani (DIN: 08818741)
<b>Date of Birth</b>	November 22, 1981
<b>Date of Initial Appointment</b>	August 06, 2020
<b>Date of Appointment (at current term)</b>	Appointed cum re-designated as Whole -Time Director in Board Meeting held on August 31, 2020 subject to approval of Shareholders in the ensuing Annual General Meeting.
<b>Educational Qualifications</b>	Graduation
<b>Terms &amp; Conditions</b>	As given above
<b>Remuneration last drawn</b>	Sitting fees of Rs.35,000 for the F.Y. 2024-25
<b>Remuneration sought to be paid</b>	As given above
<b>Number of Board Meetings attended during the Financial Year 2024-25</b>	06/06
<b>Expertise in specific functional areas - Job profile and suitability</b>	He is a partner in Murlidhar Tractors (partnership firm) since last 25 years and hence having wide experience in sales and market research.
<b>Directorships held in other companies (excluding foreign companies, Section 8 companies and Struck off Companies and our Company)</b>	Nil
<b>Memberships / Chairmanships of committees of other public companies</b>	Nil
<b>Shareholding in the Company:</b>	Nil
<b>Inter-se Relationship with other Directors</b>	Mr. Pankajbhai Becharbhai Bhimani is cousin brother of Mr. Rameshbhai Ranipa.
<b>Information as required pursuant to BSE Circular No. L1ST/COMP/14/2018- 19 dated June 20, 2018</b>	Mr. Pankajbhai Becharbhai Bhimani is not debarred from holding the office of director pursuant to any SEBI order.

The Board of Directors is of the view that the appointment of Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) as Whole-time Director of the Company will be beneficial to the operations of the Company and the remuneration payable to him is commensurate with his abilities and experience and accordingly recommends the Special Resolution of the accompanying Notice for approval by the Members of the Company.

Except Mr. Pankaj Becharbhai Bhimani himself and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

Members may note that in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Pankaj Becharbhai Bhimani will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of Mr. Pankaj Becharbhai Bhimani (DIN: 08818741) as Whole-time Director of the Company.

The Board recommends the matter and the resolution set out under Item No. 8 for the approval of the Members by way of passing Special Resolution(s).

**Date: 28.08.2025**

**Place: Haripar, Jamanagar**

**For and on Behalf of the Board of Directors,  
ANGEL FIBERS LIMITED**

**Mr. Rohankumar Raiyani  
Managing Director**

**(DIN :08814726)**

**Mr. Rameshkumar Ranipa  
Chairman &**

**Whole-time Director  
(DIN :03339532)**

**ANNEXURE TO THE NOTICE DATED AUGUST 28, 2025**

The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) are as follows:

<b>Name</b>	<b>Mr. Jitendra Gopalbhai Raiyani</b>
<b>Date of Birth</b>	June 01, 1969
<b>Qualification</b>	Graduation
<b>Experience - Expertise in specific functional areas - Job profile and suitability</b>	Mr. Jitendra Gopalbhai Raiyani serves as a director in three private limited companies - one engaged in spinning mills, another in the solar industry, and the third in the chemical sector. His directorship across these diverse industries reflects his expertise in the manufacturing of a wide range of products.
<b>No. of Shares held as on March 31, 2025 including shareholding as a Beneficial Owner.</b>	36,95,680 equity shares
<b>Terms &amp; Conditions</b>	Liable to retire by rotation
<b>Remuneration Last Drawn</b>	Sitting Fees of Rs. 30,000
<b>Remuneration sought to be paid</b>	As per his present terms & conditions
<b>Number of Board Meetings attended during the Financial Year 2023-24</b>	6 Meeting out of 6 Board Meetings
<b>Date of Original Appointment</b>	August 06, 2020
<b>Date of Appointment in current terms</b>	September 28, 2022
<b>Directorships held in public companies including deemed public companies and this company</b>	01
<b>Memberships / Chairmanships of committees of public companies*</b> <small>*Considered Audit Committee &amp; Stake Holders Relationship Committee</small>	Chairmanship : 0 Membership: 0
<b>Inter-se Relationship with other Directors.</b>	Mr. Jitendra Gopalbhai Raiyani is father of Mr. Rohankumar Raiyani, Managing Director and father-in-law of daughter of Mr. Rameshkumar Jivrajbhai Ranipa, Chairman & Whole-time Director of the company.
<b>Listed entities from which the person has resigned in the past three years</b>	Nil
<b>Information as required pursuant to BSE Circular No. L1ST/COMP/14/2018- 19 dated June 20, 2018</b>	Mr. Jitendra Gopalbhai Raiyani is not debarred from holding the office of director pursuant to any SEBI order.

**FORM NO. 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]

Name of the member(s): .....

Registered Address:  
.....  
.....

E-mail ID: .....

Folio/ DP ID - Client ID No.: .....

I/We, being the member (s) of ..... 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 : ....., or failing him,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 12<sup>TH</sup> Annual general meeting of the company, to be held on 20<sup>th</sup> September, 2025 At 11.00 A.M. At the registered office of The Company Situated At Survey No. 100/1, Plot No.1, Haripar, Tal: Kalavad, Dist: Jamnagar-361112 (Gujarat). For all the resolutions as mentioned in AGM notice.

Signed this..... day of..... 2025

Signature of shareholder

Signature of Proxy holder(s)

Affix revenue stamp

**NOTE:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please complete all details of member(s) in the above box before submission.

**ATTENDANCE SLIP**

**12<sup>th</sup> ANNUAL GENERAL MEETING**

Folio No. .... DP ID No.\* ..... Client ID No.....

I hereby record my presence at the 12<sup>th</sup> Annual General Meeting of the Company to be held on 20<sup>th</sup> September, 2025 at 11.00 A.M. At the registered office of The Company Situated at Survey No. 100/1, Plot No.1, Haripar, Tal: Kalavad, Dist: Jamnagar-361112 (Gujarat)

Name of the Shareholder :

Name of the Proxy :

Signature of member/proxy :

**NOTE:**

1. To be signed at the time of handing over this slip.
2. Members are requested to register their names at least 15 minutes prior to the commencement of the meeting.

**ROUTE MAP TO THE VANUE OF ANNUAL GENERAL MEETING**

