

CROPSTER AGRO LIMITED

(Previously known as Planters Polysacks Limited)

Registered Office: B 2 207 West Gate Business Bay, Opp Andaj Party Plot,
Bodakdev, Ahmedabad, Gujarat-380054, India

Mobile No: +91 9023517216 **Email:** planters1111@gmail.com

Website: www.planterpolysacks.com

CIN: L46209GJ1985PLC147523

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NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of M/s Cropster Agro Limited (Formerly Known as Planter's Polysacks Limited) ("the Company") will be held on Monday, 05th February, 2024 at 02:00 PM at the registered office of the company situated at B 2 207 West Gate Business Bay, Opp Andaj Party Plot, Bodakdev, Ahmedabad, Gujarat-380054, India to transact the following businesses:

Special Business:

Item No 1: To Regularize an additional Non-Executive Director, Ms. Maya Devi (DIN: 10229643) as a Non-Executive Director of the company:

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

RESOLVED THAT pursuant to provision of Section 161 read with all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Ms. Maya Devi (DIN: 10229643) who was appointed as an Additional Director under the category of Non-executive Director of the Company w.e.f. 07th July, 2023 in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing her candidature for the office of the Director, be and hereby appointed as an Non-executive Director of the Company, liable for retire by rotation."

Item no. 2. Increase in Authorised Share Capital of the company:

To consider and, if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 13, 61 & 64 or all other applicable provisions, if any read with applicable Rules made there under (including

amendments or re-enactment thereof), consent of shareholders of the Company be and is hereby accorded to alter and increase the Authorized Share Capital of the Company from existing INR 25,00,00,000/- (Indian Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity Shares of INR 10/- (Rupees Ten Only) each to INR 30,00,00,000/- (Indian Rupees Thirty Crore only) divided into 3,00,00,000 (Three Crore only) Equity Shares of INR 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by following new Clause:

“V. The Authorized Share capital of the Company is INR 30,00,00,000/- (Indian Rupees Thirty Crore only) divided into 3,00,00,000 (Three Crore only) Equity Shares of INR 10/- (Rupees Ten Only) each.”

RESOLVED FURTHER THAT any directors of the Company of the Company be and are hereby jointly or severally authorized to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers conferred herein as they may deem fit.”

Item No 3: Issue of Convertible Warrants on a Preferential basis:

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

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other rules and regulations made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), (‘the Act’), the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (‘ICDR Regulations’), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the listing agreements entered into by the Company with BSE Limited and, including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof, as amended, and subject to other applicable Rules / Regulations / Guidelines / Notifications / Circulars and clarifications issued thereunder, if any, from time to time by Ministry of Corporate Affairs (‘MCA’), the Securities and Exchange Board of India, and/ or any other competent authorities to the extent applicable, and subject to all necessary approval(s), consent(s), permission(s) and/ or sanction(s), if any, of any third parties, statutory or regulatory authorities including the BSE Limited (‘Stock Exchange’), as may be required, and subject to such conditions as may be

prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include any duly constituted/ to be constituted Board of Directors thereof to exercise its powers including powers conferred under this resolution), the consent of the members of the Company be and is hereby accorded to offer, issue and allot from time to time in one or more tranches of upto 30,00,000 (Thirty Lakhs) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of 10/- each ('Warrants') at a price of Rs. 200/- each (including premium of Rs. 190/- each) payable in cash ('Warrants Issue Price'), aggregating upto 60 Crore which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months, to the allottees mentioned herein mentioned below as a table A (hereinafter referred to as 'Proposed Allottee'), by way of preferential issue in accordance with the terms of the Warrants on such other terms and conditions as set out herein, subject to applicable laws and regulations, including the provisions of Chapter V of the ICDR Regulations and the Act, as the Board may determine.

RESOLVED FURTHER THAT in terms of the provisions of ICDR Regulations, the 'Relevant Date' for the purpose of determination of minimum price for the issue and allotment of Warrants shall be Friday, 05th January, 2024, being the preceding day of 30 (thirty) days prior to the date of this Extraordinary General Meeting.

RESOLVED FURTHER THAT the preferential issue is of Warrants and allotment of equity shares on the exercise of the Warrants, shall be subject to the following terms and conditions prescribed under applicable laws:

- a. The Warrant holder shall, subject to the ICDR Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted 1 (one) equity share against each Warrant.
- b. Minimum amount of upto Rs. 15 crore (Rupees Fifteen Crore Only), which is equivalent to 25% of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant. The warrant holder will be required to make further payments of 45 Crore (Rupees Forty-Five Crore only), which is equivalent to 75% of the Warrants Issue Price at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s).
- c. The Warrants shall not carry any voting rights until they are converted into equity shares.
- d. The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice ('Conversion Notice') to the Company specifying the number of Warrants proposed to be converted and the date designated as the specified conversion date ('Conversion Date'). The Company shall accordingly, without any further approval from the Members, allot the corresponding number of equity shares in dematerialized form on the Conversion Date mentioned in the Conversion Notice, subject to receipt of the relevant Warrant

exercise amount by the Warrant holder to the designated bank account of the Company.

- e. The tenure of Warrants shall not exceed 18 (eighteen) months from the date of allotment of Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company.
- f. The equity shares to be allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari passu with the then existing equity shares of the Company in all respects including the payment of dividend and voting rights.
- g. The Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations.
- h. The Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company.
- i. The equity shares allotted upon conversion of the Warrants will be listed on the Stock Exchange(s) where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottee be recorded for the issuance of invitation to subscribe to the Warrants and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottee inviting them to subscribe to the Warrants.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, Key Managerial Personnel, be and is hereby severally authorised on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation to vary, modify or alter any of the relevant terms and conditions, attached to the Warrants to be allotted to the Proposed Allottee, effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants, making applications to the stock exchanges for obtaining in-principle approvals, filing requisite documents with the MCA, Stock Exchanges and other regulatory authorities, filing of requisite documents with the depositories, to resolve and settle any questions and difficulties that may arise in the preferential offer, issue and allotment of Warrants without being required to seek any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, to any director(s), committee(s), executive(s), officer(s), or authorized signatory(ies) to give effect to this resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.”

Table A

Sr. No.	Name of the proposed Allottee	No. of Convertible Warrants to be allotted	PAN	Category
1.	Vidal Humancare Private Limited	3,00,000	AAECV5214C	Non-promoter
2.	Fettech Commercial Enterprises Private Limited	3,00,000	AADCF5284D	Non-promoter
3.	Abode Foods & Beverages Private Limited	3,00,000	AARCA1421F	Non-promoter
4.	Euronex Trade Private Limited	3,00,000	AAGCE3147F	Non-promoter
5.	SAJM Global Impex Private Limited	3,00,000	AAVCS8984P	Non-promoter
6.	Crons Salt Private Limited	3,00,000	AAHCC6154H	Non-promoter
7.	Valencia Club and Resorts (India) Private Limited	3,00,000	AAHCV9647E	Non-promoter
8.	Keletso Advisory Private Limited	3,00,000	AAGCK8223N	Non-promoter
9.	Adalyn Exim LLP	3,00,000	ABRFA9125A	Non-promoter
10.	Vortex Jobs Private Limited	3,00,000	AAGCV7310R	Non-promoter

**By Order of the Board
For, Cropster Agro Limited
(Formerly Known as Planter's Polysacks Limited)**

Sd/-

**Jignesh Kumar Patel
Managing Director
DIN: 05257911**

Date: 09th January, 2024

Place: Ahmedabad

Notes to Extra Ordinary General Meeting

1. A member entitled to attend and vote at the Extra Ordinary General Meeting is entitled to appoint a proxy to attend and vote instead of himself /herself and such proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of Meeting. A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the Company. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act a proxy for any other or shareholders. A proxy form is attached herewith.
2. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business given in the Notice of the Extra Ordinary General Meeting (EGM) is annexed hereto and forms part of this notice.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, January 30, 2024 to Monday, February 05, 2024 (both days inclusive).
4. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays and Sunday between 11:00 a.m. and 1:00 p.m. upto the date of the Extra Ordinary General Meeting.
5. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, Link Intime India Pvt. Ltd. or to their depository participants in case shares are held in depository form.
6. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
7. The Securities and Exchange Board of India (SEBI) vide has mandated the submission of Permanent Account Number (PAN) and other KYC details by every participant in securities market. Members are therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and other details to the Company/RTA.

8. In terms of the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies, Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company is providing the facility to its members as on cut-off date, being Monday, 29 January, 2024 to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. Details of the process and manner of remote e-voting along with the User ID and Password are being mentioned herein below.
9. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
10. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
11. Notice of the EGM is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members, who have not registered their email addresses, physical copies are being sent by the permitted mode. Members may note that the Notice will also be available on the Company's website of the Company www.planterspolysacks.com for their download.
12. As per regulation 40 of SEBI Listing Regulations, as amended, securities of Listed Companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to converting their holdings to dematerialized form.
13. 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 to their Depository Participant's in Case the shares are held by them in electronic form and to Link Intime India Private Limited (RTA) in case the shares are held by them in physical form.
14. Route-map of the EGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.
15. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.

16. Only registered members of the Company or any proxy appointed by such registered member, as on the cut-off date decide for the purpose, being 29-01-2024, may attend and vote at the Extra Ordinary General Meeting as provided under the provisions of the Companies Act, 2013.
17. Once the vote on a resolution is cast by the members, the member shall not be allowed to change is subsequently. Further, members who have casted their vote electronically shall not vote by way of poll, if held at the meeting. To provide an opportunity to vote at the meeting to the shareholders, who have not exercised the remote e-voting facility shall be provided polling papers before the commencement of the meeting. Any person who is not a member as on the cut-off date should treat this Notice for information purpose only.
18. Member who has not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Notices, Circulars, etc. from the Company.

The Instructions of Shareholders for Remote E-Voting are as under:

- (i) The voting period begins on 02-02-2024 (9:00 A.M. IST) and ends on 04-02-2024 (5:00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 29-01-2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The members who have cast their vote by e-voting may also attend the meeting but shall not be entitled to cast their vote again. The facility for voting through e-voting voting system shall he also made available during the Meeting.
- (iii) The Company has engaged the services of Central Depository Services Limited ("CDSL") as the agency to provide e-voting facility.
- (iv) Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
- (v) The Board of director of the Company has appointed M/s. Dharti Patel & Associates, Practicing Company Secretary, as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and she has communicated her consent to be appointed as Scrutinizer.

Information and instructions relating to E-voting:

- A. **Applicable only for Individual members holding securities in Demat form.**

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual members holding securities in Demat mode are allowed to vote through their demat accounts/ websites of Depositories / Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

I. Individual Members (holding securities in demat mode) with CDSL:

1. Existing user who have opted for Easi/Easiest:

- i. URL:<https://web.cdslindia.com/myeasi/home/login> or URL:
www.cdslindia.com
- ii. Click on New System Myeasi.
- iii. Login with user id and password.
- iv. Option will be made available to reach eVoting page without any further authentication.
- v. Click on e-Voting service provider name to cast your vote.

2. User not registered for Easi/Easiest:

- i. Option to register is available at <https://web.cdslindia.com/mycasi/Registration>
East
Registration.
- ii. Proceed with completing the required fields.

3. By visiting the e-Voting website of CDSL:

- i. URL www.cdslindia.com.
- ii. Provide demat Account Number and PAN No.
- iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account

After successful authentication, user will be provided links for the respective ESP where the eVoting is in progress.

II. Individual Members (holding securities in demat mode) login through their depository participants.

Individual Member can also login using the login credentials of his/her demat account through his/her Depository Participant registered with CDSL for e-Voting facility.

Once login, the member will be able to see e-Voting option. Click on e-Voting option the member will be redirected to CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and the member will be redirected to e-Voting service provider website for casting the vote during the remote e-Voting period.

Help lines for login issues:

Members can use the following helplines of CDSL to retrieve User ID/ Password in case they forget User ID and Password:

Members facing any technical issue- CDSL:

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43/ 1800225533.

III. Individual Shareholders holding securities in demat mode with NSDL:

- 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 2) If the user is not registered for IDeAS eServices, option to register is available at <https://eservices.nsd.com> Select “Register Online for IDeAS “Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectR eg.jsp>.
- 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
- 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

5) Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

B. Applicable for Non-Individual members and members holding shares in physical form:

Non-individual shareholders viz Mutual Funds, Foreign Portfolio Investors, Banks/Financial Institutions, Insurance Companies, Bodies Corporates etc. and shareholders holding physical shares can directly login through www.cdslindia.com for casting votes during the e-voting period. Procedure and Instructions for remote e-voting are as under:

- a. Initial password is provided in the body of the email.
- b. Launch internet browser and type the URL: www.cdslindia.com in the address bar.
- c. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with www.cdslindia.com for e-voting, use your existing User ID and password for casting your votes.
- d. After entering the details appropriately, click on LOGIN.
- e. You will reach the password change menu wherein you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. You need to login again with the new credentials.
- g. On successful login, the system will prompt you to select the EVENT i.e. Planters Polysacks Limited.
- h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting / dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- i. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio/ demat account.

- j. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- k. Institutional shareholders (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc., together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail at csdhartipatel@gmail.com with a copy marked to planters1111@gmail.com on or before 5 PM of 04 February, 2024.
19. The Scrutinizer shall immediately after the conclusion of EGM verify and count the votes casted at EGM and unblock the votes of e-voting in the presence of at least two (2) witnesses who are not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the chairman of the Company.
20. The Results shall be declared on or after the EGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also placed on the website of the Company, www.evotingindia.com i.e. service provider within prescribed period and submitted to the Stock Exchange
21. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022, Notice of the EGM is being sent only through electronic mode to those Members whose email address are registered with the Company Depository Participants Member may note that the Notice of EGM has been uploaded on the website of the Company. The Notice can also be assessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

Attendance Slip at the Registration Counter of venue of Extra Ordinary General Meeting for registration of email address for receiving notice/documents.

**By Order of the Board
For, Cropster Agro Limited
(Formerly Known as Planter's Polysacks Limited)**

Sd/-

**Jignesh Kumar Patel
Managing Director
DIN: 05257911**

Date: 09th January, 2024

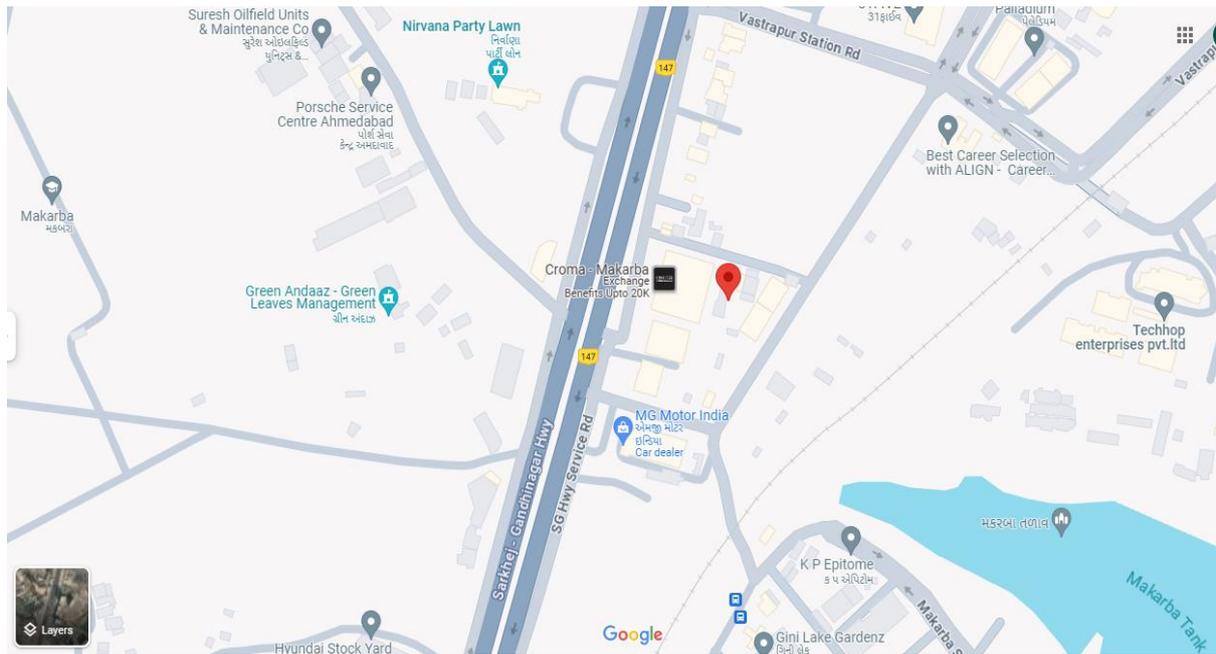
Place: Ahmedabad

Route map

Registered office

Cropster Agro Limited (Formerly Known as Planter's Polysacks Limited)

B 2 207 West Gate Business Bay,
Opp Andaj Party Plot, Bodakdev,
Ahmedabad, Gujarat-380054, India
Telephone No.: 9023517216
Email: planters1111@gmail.com



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No 1:

Regularization of an additional Non-Executive Director, Ms. Maya Devi (DIN: 10229643) as a Non-Executive Director of the company:

Ms. Maya Devi (DIN: 10229643) was appointed as an additional Non-Executive Director with effect from 7th July, 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013. The Board is of the view that appointment of Ms. Maya Devi (DIN: 10229643) on the Company Board is desirable and would be beneficial to the Company. None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Ms. Maya Devi herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at Item no. 01 be passed as an Ordinary Resolution.

Item No 2:

Increase in Authorised Share Capital of the company:

In view of future expansion plans, the Company proposes to increase its Authorized Share Capital of the Company from existing INR 25,00,00,000/- (Indian Rupees Twenty Five Crore only) divided into 2,50,00,000 (One Crore Twenty Lakhs only) Equity Shares of INR 10/- (Rupees Ten Only) each to INR 30,00,00,000/- (Indian Rupees Thirty Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity Shares of INR 10/- (Rupees Ten Only) each.

Accordingly, the Company requires to pass an ordinary resolution to increase the Authorized Share Capital and alteration of Clause V of the Memorandum of Association of the Company.

The members may also note that pursuant to the provisions of the Companies Act, 2013 and Rules made there under, alteration of Authorized Share Capital of the Company requires approval of Members of the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 2 be passed as an Ordinary Resolution.

Item No 3:

Issue of Convertible Warrants on a Preferential basis:

The Board of Directors of the Company in their meeting held on 09th January, 2024, approved raising of funds aggregating upto 60 crore (Rupees Sixty Crore only) by way of issuance of upto 30,00,000 (Thirty Lakhs only) warrants, each convertible into or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of 10/- each ('Warrants') at a price of Rs. 200/- each (including premium of Rs. 190/- each) payable in cash ('Warrants Issue Price'), aggregating upto 60 crore (Rupees Sixty Crore only), which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (eighteen) months, to the allottees mentioned in the notice in the form of table A, (referred to as the 'Proposed Allottee'), by way of a preferential issue through private placement offer, that they have agreed to subscribe to the proposed preferential issue and has confirmed its eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the 'ICDR Regulations').

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions, if any, of the Act and the rules made thereunder and in accordance with the ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), as amended from time to time, approval of the Members of the Company by way of special resolution is required to issue securities by way of private placement on a preferential basis issue.

Accordingly, in terms of the Act and the ICDR Regulations, consent of the members is being sought for the raising of funds aggregating upto 60 crore (Rupees Sixty Crore only) by way of issuance of upto 30,00,000 (Thirty Lakhs) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of 10/- each at a price of 200/- each (including premium of Rs. 190/- each) payable in cash, on a preferential basis to the Proposed Allottee as the Board of Directors of the Company may determine in the manner detailed hereafter.

The salient features of the preferential issue, including disclosures required to be made in accordance with Chapter V of the ICDR Regulations and the Act, are set out below:

1. Objects of the Issue:

The object of the issue is to meet the fund requirements of the company for business growth and for working capital requirements.

2. Maximum number of securities to be issued:

The resolution set out in the accompanying notice authorises the Board to raise funds aggregating upto 60 Crore (Rupees Sixty Crore only) by way of issuance of upto 30,00,000

(Thirty Lakhs) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of 10/- each at a price of 200/- (including premium of Rs. 190/- each) payable in cash.

Minimum amount of upto Rs. 15 Crore (Rupees Fifteen Crore only), which is equivalent to 25% of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant. The warrant holder will be required to make further payments of 45 crore (Rupees Forty Five only), which is equivalent to 75% of the Warrants Issue Price at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s).

3. The price or price band at which the allotment is proposed:

The equity shares of the company are listed on BSE limited. The Issue price i.e. Rs. 200/- per warrant (includes security premium of Rs. 190/- per warrant), is decided on the basis of Valuation Report of registered valuer, Mr. Manish Santosh Buchasia, Ahmedabad, Independent Registered Valuer, having a RV Reg. No. IBBI/RV/03/2019/12235 and having his office at 306, "Gala Mart" Nr. Sobo Centre, Before Safal Parisar, Above SBI / Union Bank, South Bopal, Ahmedabad - 380058, Gujarat, which is arrived as per SEBI ICDR Regulations, 2018.

4. Basis on which the price has been arrived at along with report of the registered valuer:

Fair Value of warrants of the Company is decided in accordance with regulation 165 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 because the shares of the company are infrequently traded.

As mentioned in the valuation report, for arriving at the value of per security of the company and considering valuation inputs available for determining valuation under NAV method, DCF method, Market price method, Valuer have applied weights to arrive at the value per equity share of the company.

5. Name and Address of the Valuer who performed valuation:

The Company has received Valuation Report dated 08th January, 2024 from Mr. Manish Santosh Buchasia, Ahmedabad, Independent Registered Valuer, having a RV Reg. No. IBBI/RV/03/2019/12235 and having his office at 306, "Gala Mart" Nr. Sobo Centre, Before Safal Parisar, Above SBI / Union Bank, South Bopal, Ahmedabad - 380058, Gujarat.

6. Certificates and Valuation Report:

The Company has received Valuation Report dated 08th January, 2024 from Mr. Manish Santosh Buchasia, Ahmedabad, Independent Registered Valuer.

The Company has also received a certificate from M/s. Dharti Patel & Associates, practicing Company Secretary (Membership No: 52283), certifying that the Preferential Allotment is being made in accordance with the requirements contained in Chapter V of the SEBI (ICDR) Regulations, 2018.

Further, the Company has also received the pricing certificate from the M/s. J Singh & Associates (FRN:110266W), Chartered Accountant as required for obtaining in-principle approval from the stock exchange under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

All these certificates and valuation report will be available on the website of the Company i.e. www.planterspolysacks.com and available for inspection at the registered office of the Company during office hours.

7. Relevant Date on the basis on which price has been arrived at:

The 'Relevant Date' as per ICDR Regulations and explanations provided therein, for the determination of the minimum price for Warrants to be issued is fixed as Friday, 05th January, 2024 i.e. the day preceding 30 (thirty) days prior to the date of this Extraordinary General Meeting as relevant date falls on a weekend.

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

The warrants are proposed to be issued to the individual and entities who do not from the part of the promoter group. The entire proposed issue will be allotted to the Non-Promoters of the Company.

9. Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the offer:

None of the Any Promoters, Directors or Key Management Personnel intends to subscribe to the warrants of the Company in the proposed issue.

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

The allotment of warrants on Preferential basis shall be completed within 15 days from the date of shareholders' approval provided where the allotment on preferential basis is pending on account of pendency of any approval by any regulatory authority or Central Government as per ICDR Regulations, the allotment shall be completed within 15 days from the date of such approval.

11. Identity of the natural persons who are the ultimate beneficial owners of the warrants proposed to be allotted and / or who ultimately control the Proposed Allottee:

Particulars of the proposed allottees and the identity of the natural persons who are the ultimate beneficial owners of the Convertible Warrant proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential Issue: (As per shareholding pattern of 08.01.2024).

Sr. No.	Name of the proposed allottees	Category	Pre-issue Holding		Post-issue Holding		Ultimate beneficial owners/Entities who ultimately control proposed allottees of the warrants proposed to be allotted
			No. of Shares	%	No. of Shares	%	
1.	Vidal Humancare Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Mukeshbhai S. Dataniya
2.	Fettech Commercial Enterprises Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Lalit Madhukar
3.	Abode Foods & Beverages Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Karan Bairwa
4.	Euronex Trade Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Jagdish C Vaghela
5.	SAJM Global Impex Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Sachinkumar L Thakor
6.	Crons Salt Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Piyush Shrimali
7.	Valencia Club And Resorts (India) Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Ruchi Mehta
8.	Keletso Advisory Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Kalpesh Soni
9.	Adalyn Exim LLP	Non-promoter	Nil	Nil	3,00,000	1.07	Chintan Ramanbhai Parmar
10.	Vortex Jobs Private Limited	Non-promoter	Nil	Nil	3,00,000	1.07	Mahesh Desai

12. Change in the control or composition of the Board that would occur consequent to preferential issue:

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to preferential allotment.

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

During the year, preferential allotment of 2,48,60,000 Convertible Warrants at the price of Rs. 10 each has been made to the 24 (Twenty-Four) persons during the year. The Convertible

Warrants have been allotted on 24th August, 2023. The Equity Shares have been allotted on 14th September, 2023 pursuant to Conversion of the Warrants into Equity Shares. Further, as on the date of the notice, there are no any outstanding warrants which are pending for the Conversion into the Equity Shares.

14. Valuation and Justification for the allotment proposed to be made for consideration other than cash:

The Proposed allotment is made by cash so the same is not applicable.

15. Lock-in period:

The Warrants allotted pursuant to this resolution and/or the resultant equity shares to be issued and allotted upon exercise of right attached to the Warrants as above shall be subject to a lock-in for such period as per the provisions of Chapter V of the ICDR Regulations.

16. Shareholding pattern of the Company before and after the Preferential Issue:

The shareholding pattern before and after completion of the proposed preferential issue would be as under:

Sr. No.	Category	Pre-issue		Post-issue	
		No. of shares	% of Capital	No. of shares	% of Capital
A	Promoters Holding				
1	Indian	0	0	0	0
	Individual	0	0	0	0
	Bodies corporate	0	0	0	0
	Sub-total	0	0	0	0
2	Foreign promoters	0	0	0	0
	Sub-Total (A)	0	0	0	0
B	Non-Promoters Holding				
1	Institutional investors	0	0	0	0
2	Non-institution	0	0	0	0
	Body corporate	4884244	19.5370	7884244	28.1580
	Directors and relatives	0	0	0	0
	Indian Public	19959880	79.8395	19959880	71.2853
	Others:				
	NRI	101	0.0004	101	0.0004
	Trust	280	0.0011	280	0.0010
	HUF	155295	0.6212	155295	0.5546
	Clearing members	200	0.0008	200	0.0007
	Sub-Total (B)	2,50,00,000	100	2,80,00,000	100
	Grand Total	2,50,00,000	100	2,80,00,000	100

Note:

- 1) The above shareholding pattern has been prepared on the basis of shareholding as on 08/01/2024.
- 2) The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.

17. Undertaking by the Company:

The Company hereby undertakes that:

- a) The Company undertakes that the Company shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so. Further, the Company also undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the warrant shall continue to be locked-in till the time such amount is paid by the allottees.
- b) The Company is eligible to make the Preferential Issue to the Proposed Allottee under Chapter V of the ICDR Regulations.

18. Material terms of raising such securities:

The equity shares to be allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari passu with the then existing equity shares of the Company in all respects including the payment of dividend and voting rights.

19. Particulars of the offer, Kinds of Securities Offered, Price of the Securities offered including date of passing of Board resolution:

Issue of upto 30,00,000 (Thirty Lakhs only) Convertible Warrants of Face Value of INR 10/- each at an issue price of INR 200/- each (includes security premium of INR 190/- each) on preferential basis for Cash consideration aggregating amount of Rs. 60 Crore (Rupees Sixty Crore only).

Date of passing Board Resolution for aforesaid Preferential Issue is 09th January, 2024.

20. Principal terms of assets charged as securities:

Not applicable.

21. The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter:

Sr. No.	Name of the proposed Allottees	Current status of the allottees namely promoter or non-	Proposed status of the allottees post the preferential issue namely

		promoter	promoter or non-promoter
1.	Vidal Humancare Private Limited	Not Applicable	Non-promoter
2.	Fettech Commercial Enterprises Private Limited	Not Applicable	Non-promoter
3.	Abode Foods & Beverages Private Limited	Not Applicable	Non-promoter
4.	Euronex Trade Private Limited	Not Applicable	Non-promoter
5.	SAJM Global Impex Private Limited	Not Applicable	Non-promoter
6.	Crons Salt Private Limited	Not Applicable	Non-promoter
7.	Valencia Club And Resorts (India) Private Limited	Not Applicable	Non-promoter
8.	Keletso Advisory Private Limited	Not Applicable	Non-promoter
9.	Adalyn Exim LLP	Not Applicable	Non-promoter
10.	Vortex Jobs Private Limited	Not Applicable	Non-promoter

22. Other disclosures:

a) The Company has obtained the report of the registered valuer as required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue and under applicable provisions of SEBI ICDR Regulations, which is made available on the website of the Company at www.planterspolsacks.com.

b) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of warrant under the Preferential Issue is for a cash consideration.

c) None of the Company, its Directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the ICDR Regulations.

d) The Company has not made any preferential allotment of securities during the last financial year.

e) All the warrants held by the Proposed Allottees in the Company are in dematerialized form only.

f) None of the proposed allottees to whom warrants are proposed to be allotted by this preferential issue had sold/transferred Equity Shares of the Company in the 90 trading days preceding the Relevant Date.

None of the Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No. 1 of this notice except and to the extent of their shareholding in the Company.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said warrants to the Proposed Allottee is being sought by way of a special resolution as set out in the said item no. 2 of the Notice. Issue of the equity shares pursuant to the exercise of the rights attached to warrants would be within the authorised share capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

Documents referred to in the notice/explanatory statement will be available for inspection by the members of the Company at the registered office of the Company.

**By Order of the Board
For, Cropster Agro Limited
(Formerly Known as Planter's Polysacks Limited)**

Sd/-

**Jignesh Kumar Patel
Managing Director
DIN: 05257911**

Date: 09th January, 2024

Place: Ahmedabad

CROPSTER AGRO LIMITED

(Previously known as Planters Polysacks Limited)

CIN: L46209GJ1985PLC147523

**Registered Office: B 2 207 West Gate Business Bay, Opp Andaj Party Plot,
Bodakdev, Ahmedabad, Gujarat-380054, India**

Website: www.planterspolysacks.com Email ID: planters1111@gmail.com

Contact No. 9023517216

**Attendance Slip for Extra Ordinary General Meeting
(To be handed over the Registration Counter)**

Registered Folio/DP ID & Client ID:

No. of Shares:

Name and Address of the Shareholder (s):

Joint Holder (s)

I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company at its Office at B 2 207 West Gate Business Bay, Opp Andaj Party Plot, Bodakdev, Ahmedabad, Gujarat-380054, India on Monday, the 05th day of February, 2024 at 02:00 P.M

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy, please bring copy of notice for reference at the meeting.

Signature of the Member/Proxy / Authorised Representative

CROPSTER AGRO LIMITED

(Previously known as Planters Polysacks Limited)

CIN: L46209GJ1985PLC147523

**Registered Office: B 2 207 West Gate Business Bay, Opp Andaj Party Plot,
Bodakdev, Ahmedabad, Gujarat-380054, India**

Website: www.planterspolysacks.com Email ID: planters1111@gmail.com

Contact No. 9023517216

Ballot Paper

Assent/ Dissent form for Voting on EGM Resolutions

1.	Name(s) & Registered Address of the sole / first named Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No. [Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Extra Ordinary General Meeting dated 09th January, 2024, by conveying my/ our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
Special Business:			
1.	Regularization of an additional Non-Executive Director, Ms. Maya Devi (DIN: 10229643) as a Non-Executive Director of the company		
2.	Increase in Authorised Share Capital of the company		
3.	Issue of Convertible Warrants on a Preferential basis		

Place: Ahmedabad

Date:

Signature of the Member

Or

Authorised Representative

Notes:

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Please read the instructions printed overleaf carefully before exercising your vote.

General Instructions:

1. Shareholders have option to vote either through e-voting i.e., electronic means or to convey assent/dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be treated as valid.
2. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

Instructions for voting physically on Assent / Dissent Form:

1. A member desiring to exercise vote by Assent/ Dissent should complete this (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e., 5.00 p.m. on 04th January, 2024. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (V) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.

8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

CROPSTER AGRO LIMITED

(Previously known as Planters Polysacks Limited)

CIN: L46209GJ1985PLC147523

**Registered Office: B 2 207 West Gate Business Bay, Opp Andaj Party Plot,
Bodakdev, Ahmedabad, Gujarat-380054, India**

Website: www.planterspolysacks.com Email ID: planters1111@gmail.com

Contact No. 9023517216

Proxy form

Form No. MGT-11

**[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 No. /DP ID and Client ID:

.....

I/We, being the member (s) of shares of the above-named Company,
hereby appoint:

(1) Name: _____ Address:

Email Id: _____ Signature:

(2) Name: _____ Address:

Email Id: _____ Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the
Extra Ordinary General Meeting of the Company, to be held on Monday 05th
February, 2024 at B 2 207 West Gate Business Bay, Opp Andaj Party Plot, Bodakdev,
Ahmedabad, Gujarat-380054, India and at any adjournment thereof in respect of such
resolutions and in such manner as are indicated in Notice.

Signed this _____ day of _____, 2024

Signature of Proxy Shareholders
Shareholder

Signature of

Notes:

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. Notwithstanding the above, Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.