



AMOL MINECHEM LIMITED

(Formerly known as AMOL DICALITE LIMITED)

Registered Office / Corporate Office:

401, 'Akshay', 53, Shrimali Society, Navrangpura, Ahmedabad – 380 009 (India)

Phone : +91-79-40246246, 26560458 Fax : +91-79-26569103, CIN : U14100GJ1979PLC003439

E-mail: info@amolminechem.com. Website: www.amolminechem.com

NOTICE

Notice is hereby given that the 45th Annual General Meeting of the Members of **Amol Minechem Limited** will be held on Monday, September 02, 2024 at 11:00 a.m. at 401, “Akshay”, 53, Shrimali Society, Navrangpura, Ahmedabad – 380009 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Board’s Report and the Auditor’s Report thereon.

2. Declaration of Dividend

To recommend a final dividend of INR 2.5/- per fully paid-up Equity Shares of face value INR 10/- each for the Financial Year 2023-24 and a special dividend of INR 2.5/- per fully paid-up Equity Shares of face value INR 10/- each.

3. Re-appointment of a Director

To appoint Director in the place of Mr. Shreyas Chinubhai Sheth (DIN: 00009350), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. Re-Appointment of Mr. Shreyas Chinubhai Sheth (DIN: 00009350) as the Chairman & Managing Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 & all other applicable provisions, if any, the approval of the members be and is hereby accorded to the re-appointment of Mr. Shreyas Chinubhai Sheth (DIN: 00009350) as the Chairman and Managing Director, for a further period of 3 (three) years commencing from July 1, 2023 to June 30, 2026 under the superintendence, control and direction of the Board of Directors of the Company and on the terms of remuneration including minimum remuneration as set out hereunder:

Remuneration:

(A) Basic Salary:

Upto ₹ 1,62,00,000 (Rupees One Crore Sixty-Two Lakh only) per annum.

(B) Perquisites and Allowances:

In addition to salary, the following perquisites / allowances shall be allowed to the Chairman and Managing Director

CATEGORY – A

i) Housing:

The Company shall provide furnished accommodation to the Chairman and Managing Director. If the Chairman and Managing Director is having his own accommodation, the Company shall pay House Rent Allowance at the rate of 30% of the Basic Salary.

The Company shall provide equipment and appliances, furniture, fixtures and furnishing at the residence of the Chairman & Managing Director at the entire cost of the Company. The Company shall reimburse the expenses of maintenance, gas, electricity, servants, etc.

ii) Leave Travel Concession:

The Company shall provide leave travel fare for the Chairman and Managing Director and his family once in a year.

iii) Personal Accident Insurance:

The Company shall pay / reimburse Personal Accident Insurance Premium for the Chairman and Managing Director.

iv) Club Fees:

The Company shall reimburse annual fees for a maximum of two club memberships.

v) Loan:

The Chairman and Managing Director shall be eligible for a loan to the extent as may be determined by the and Board and wherever necessary, subject to the approval of the members of the Company.

vi) Other Allowances:

The Company shall pay other allowances, scholarships, etc., as per the Company Policy.

Perquisites shall be valued as per Income Tax Rules wherever applicable and in the absence of any such rules, perquisites shall be valued at actual cost, but the total value of benefits / perquisites / allowances mentioned in para (i) to (iv) and (vi) shall not exceed ₹ 1,00,00,000/- p.a.

vii) Medical Reimbursement:

Medical Expenses actually incurred for self and family shall be reimbursed by the Company.

CATEGORY – B

- i) The Company shall contribute towards Provident Fund / Superannuation Fund / Annuity Fund provided that such contribution either singly or put together shall not exceed the tax-free limit prescribed under the Income – Tax Act.
- ii) The Company shall pay gratuity as per the rules of the Company
- iii) Leave with full pay and allowances, as per the rules of the Company, but not more than one month's leave for every eleven months of service.

However, the leave accumulated but not availed off, will be allowed to be encashed at the end of the term as per the rules of the Company.

The above shall not be included in the computation of ceiling on remuneration or perquisites aforesaid.

CATEGORY – C

- i) The Company shall provide Car(s) with Chauffeur at the entire cost of the Company for use on business of the Company. The cost of use of Car for personal purpose shall be recovered by the Company
- ii) The Company shall provide telephone and other communication facilities at the residence of the Chairman and Managing Director at the entire cost of the Company.

Provided that the above Category – C allowances / expenditures shall not be included in the computation of ceiling on remuneration or perquisites aforesaid.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Shreyas C. Sheth as Chairman and Managing Director, be paid salary and perquisites as set out above, as the minimum remuneration, subject to a ceiling as may be specified in section II of part II of Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Board or Board of Directors or the Central Government, if so required, in accordance with the provisions of the Act/ Schedule V thereto.

RESOLVED FURTHER THAT the Agreement entered into between Mr. Shreyas C. Sheth and the Company for the terms and conditions and payment of remuneration as Chairman and Managing Director, placed before the Board, be and is hereby approved and any Director of the Company be and is hereby authorized to make all such modifications, alterations, deletions etc. thereto as may be directed by the Shareholders while granting their approval to the same and the said Agreement be executed on behalf

of the Company by any one Director of the Company.”

5. Alteration in Object Clause of the Memorandum of Association of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any of the Companies Act, 2013, the Clause III(A) of the Memorandum of Association of the Company be altered by inserting sub-clause (6) of Clause III(A) as under:

6. To carry out in India & abroad business as civil, mechanical, electrical, chemical and agricultural engineers, as manufacturers, and as importers and exporters, commission agents of insulation of gas tanks on Engineering, Procurement and Construction (EPC), design and layout of floating platforms and vessels with cryogenic storage of liquified gases and off-share processing through appropriate partners, Engineering design, system customization and integration capabilities in storage & processing on energy platforms such as Floating Storage Units (FSU), Floating Storage Vessels (FSO), Floating Production, Storage and Offloading vessel (FPSO), Floating Storage Re-gasification Unit (FSRU), etc.

RESOLVED FURTHER THAT any of the Directors, be and is hereby authorized to do such act, deeds, things and filing of necessary e-forms with the concerned registrar of companies for the purpose of giving effect to the aforementioned resolution.”

Registered Office
401, “Akshay”, 53, Shrimali Society,
Navrangpura, Ahmedabad – 380009

By Order of the Board
For, Amol Minechem Limited
(Formerly known as Amol Dicalite Limited)

Date: 08/08/2024
Place: Ahmedabad

Shreyas Chinubhai Sheth
Chairman & Managing Director
DIN: 00009350

NOTES:

- (a) The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended (‘Act’) forms part of this Notice. Additional information, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment / re-appointment at this Annual General Meeting (‘Meeting’ or ‘AGM’) is furnished as an annexure to the Notice.
- (b) In accordance with the Ministry of Corporate Affairs (“MCA”), General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022 and 9/2023 dated September 25, 2023, respectively, (“the MCA Circulars”) the Notice of 45th Annual General Meeting (“AGM”) is being sent only through electronic mode to those members whose e-mail addresses are registered with the

Company / Depositories and to all members whose names appear on the Register of Members / List of Beneficial Owners as on August 02, 2024 as received from the Depositories. The MCA vide the MCA Circulars, has permitted companies to conduct the AGM by sending the Notice and Annual Report in electronic form only. Accordingly, physical copy of this Notice along with the Annual Report will not be sent to the Members for this AGM.

- (c) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him / herself and proxy need not be a member. The instrument appointing a proxy must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding 50 (Fifty) and holding in the aggregate not more than 10 (Ten) per cent of the total share capital of the company carrying voting rights. A member holding more than 10 (Ten) per cent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- (d) Corporate Members intending to have their representatives attend the Meeting pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution to attend and vote on their behalf at the meeting.
- (e) In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
- (f) In line with the MCA Circular dated May 5, 2020, the Notice of the AGM along with the Integrated Report & Annual Accounts 2023-24 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 45th AGM has been uploaded on the website of the Company at www.amolminechem.com. The Notice is also available on the website of CDSL at www.evotingindia.com
- (g) As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company either in single or with joint names. The members are requested to submit the complete and signed form SH-13 with their Depository Participant (DP) who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent – Link Intime India Pvt. Ltd. (the 'RTA').
- (h) Dividends are now taxable in the hands of shareholders hence shareholders are requested to submit form 15G/15H/10F, as the case may be for tax exemption directly on the portal of our RTA i.e. Link Intime India Private Limited.
- (i) The dividend as recommended by the Board of Directors of the Company (Final Dividend of INR 2.5/- per equity share of INR 10/- each and Special Dividend of INR 2.5/- per equity share of INR 10/- each), if approved at the AGM, will be paid on or before the 30th day from the date of declaration, to those members or their mandates:
- Whose names appear in the list of Beneficial Owners as at the end of business hours on Friday, August 26, 2024 in the lists of Beneficial Owners furnished by National Securities Depository Limited and Central Depository Services (India) Limited immediately before commencement of the Book closure in respect of shares held in electronic form; and
 - Whose names appear as member in the Register of Members of the Company after giving effect to the valid transfers in physical forms lodged with the Company and the RTA of the Company on or before Friday, August 26, 2024.
- (j) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule

20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.

- (k) Members holding shares in physical form are requested to notify/send the following to the RTA of the Company:
 - a. Any change in their mailing address;
 - b. Particulars of their bank account, pan no. & e-mail ids in case the same have not been sent earlier;
 - c. Members who hold shares in physical form in multiple folios in identical names are requested to send the share certificate for consolidation into single folio. Further, please note that Members holding equity shares in electronic form are requested to contact to their DP with whom they are maintaining the demat accounts for updation in address, pan no., e-mail IDs, Bank details, Bank mandate, ECS mandate, etc.
- (l) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act will be available for inspection.
- (m) The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, August 27, 2024 to Monday, September 02, 2024 (both days inclusive) in terms of the provisions of the Act for the purpose of the AGM and determining names of the shareholders eligible for final dividend on equity shares, if declared at this AGM.
- (n) Members wishing to claim dividends for previous financial years, which remain unclaimed, are requested to correspond with the Company's Registrars and Transfer Agent (RTA). In case any unclaimed Dividend Warrant is lying with any member, the same should be forwarded to RTA for revalidation. Members are requested to note that dividends not encashed or claimed within seven years from the thirty days of declaration of dividend, will, as per Section 124 of the Companies Act, 2013, be transferred to the IEPF. Further, provisions of Section 124 of the Companies Act, 2013 read with Rule 6 of IEPF Rules as amended, inter alia, mandates the Company to transfer all such shares, in respect of which dividend have not been paid or claimed for seven consecutive years or more, to the demat account of IEPF Authority. Unclaimed dividend information is available on the website of IEPF viz. www.iepf.gov.in and also on the website of the Company www.amolminechem.com
- (o) The Company has dedicated E-mail address info@amolminechem.com/cs@amolminechem.com for members to mail their queries or lodge complaints, if any. We will endeavour to reply to your queries at the earliest.
- (p) Members desirous of getting any information about the Financial Statements and operations of the Company are requested to address their queries to the Company Secretary at the Registered Office of the Company, ten (10) days before the AGM enabling the Company to keep the information ready
- (q) The remote e-voting period commences at 09:00 a.m. IST on Friday, August 30, 2024 and ends at 5:00 p.m. IST on Sunday, September 01, 2024. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on

Cut-off date of Monday, August 26, 2024 ('**Cut-off date**'), may cast their vote by remote e-voting. No remote e-voting shall be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled for voting upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently

- (r) 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 Monday, August 26, 2024. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Monday, August 26, 2024, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.
- (s) The Board of Directors has appointed Mr. Jay Surti (Mem. No. F11534) and failing him Mr. Sharvil B. Suthar (Mem. No. F11466) partner of M/s. Suthar & Surti, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
- (t) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 3 days after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website <http://www.amolminechem.com> and on the website of CDSL immediately after the result is declared by the Chairman.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins at 09:00 a.m. IST on Friday, August 30, 2024 and ends at 5:00 p.m. IST on Sunday, September 01, 2024. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date Monday, August 26, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-

	<p>Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 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.nsdl.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 e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

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

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

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

- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; Suthar-surti.cs@outlook.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, AS AMENDED ('ACT')

Item No 4: Re-Appointment of Mr. Shreyas Chinubhai Sheth (DIN: 00009350) as the Chairman & Managing Director of the Company

The Board of Directors at their meeting approved re-appointment of Mr. Shreyas Chinubhai Sheth (DIN: 00009350) as Chairman and Managing Director of the Company for the period of 3 (three) years commencing from July 1, 2023 to June 30, 2026, which is subject to requisite approval from the shareholders in accordance with the applicable provisions of the Companies Act, 2013.

The statement as required under Section II, Part II of the Schedule V of the Act with reference to Resolution at Item No. 4 is annexed hereto as Annexure 1.

Terms and Conditions and details mentioned in resolution and in explanatory may also be treated as an abstract of the terms of Contract/Agreement of Mr. Shreyas Chinubhai Sheth as Chairman and Managing Director of the company under the provision of Section 190 of the Companies Act, 2013.

None of the Directors of the Company and their relatives other than Mr. Shreyas Chinubhai Sheth, Mrs. Priti Shreyas Sheth & their relatives, is in any way concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Special Resolution as set out at Item No. 4 of the Notice for approval by the Members.

ANNEXURE – 1:

Statement pursuant to sub-clause (iv) of the second proviso of Clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013 with respect to the Item No. 4

The particulars required to be disclosed in the explanatory statement in accordance with sub-clause (iv) of the second proviso of Clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013 are given below:-

A. GENERAL INFORMATION:

1) Nature of Industry, Date / Expected date of Commencement of Commercial Production:

Amol Minechem Limited (formerly known as Amol Dicalite Limited) was incorporated on July 2, 1979 to produce, for the first time in India, Perlite Filteraids and Perlite products. The company started commercial production at the plat located at Kadi in Mehsana District, Gujarat in the year 1982. The company makes steady progress in developing import substitution products in filteraids and has successfully met the requirements of majority users. From a small beginning of 600 MT per annum, company has now reached 9000 MT and developed many new applications. The Company also undertakes cryogenic insulation jobs. It has specially designed Portable Plants to carry out on-site jobs. At present the company owns 5 such portable plants.

2) Financial Performance based on given indicators:

The Financial (standalone) performance of the Company in last two years is as under:

Amount in INR Lakhs		
Financial Parameters	March 31, 2024	March 31, 2023
Total Income	6,810.85	5,966.03
Profit before Tax	1,725.89	1,029.45
Profit after Tax	1,220.30	1,226.66
Other Comprehensive Income for the year, Net of Tax	(10.45)	(8.01)
Total Comprehensive Income for the year	1,209.85	1,218.65

3) Foreign Investments or collaborations, if any: Not applicable

B. INFORMATION ABOUT THE APPOINTEE:

Sr. No.	Particulars	Details of Shreyas C. Sheth
1.	Background Details	He is the promoter and Chairman & Managing Director of the Company. He is having Rich experience in the field of Perlite Filteraids and Perlite products
2.	Past Remuneration	Basic Salary: INR 76,50,000/- per annum Allowances: INR 25,12,008/- per annum Perquisites: Includes Motor Car, Telephone & other communication facilities, Medical reimbursement, etc. Reimbursement of Expenses: INR 15,55,500/- per annum
3.	Recognition or Awards	The work done in discharge of his duties as Chairman and Managing Director has been recognized in Industry
4.	Job Profile and Suitability	Mr. Shreyash C. Sheth is working as a Managing Director since 1996-97. He carried out the duties as may be entrusted to him by the directors but subject to supervision and control of Board of Directors, from time to time. Taking into consideration his qualifications and expertise in the

		relevant fields, he is suited for the responsibilities assigned to him by the Board of Directors
5.	Proposed Remuneration	As mentioned in the resolution
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	The remuneration proposed to be paid to Chairman and Managing Director is kept in view his job profile, the size, operations and complexity of the business of the Company.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any	Mr. Shreyas C. Sheth is Chairman & Managing Director of the Company and holds 2,77,005 (33.82%) Equity shares of the Company along with Mr. Pratik Sheth (1,76,096 – 21.50% and Mrs. Priti Sheth (71,094 – 8.68%). Mrs. Priti Sheth is relative of the appointee and holds shares in the Company. She is also appointed as Director in the Company

C. OTHER INFORMATION:

1) Reasons for loss or inadequate profits:

The total revenue for the year ended on March 31, 2024 was INR 6,810.85 Lakhs, for March 31, 2023 was INR 5,966.03 Lakhs and for March 31, 2022 was INR 4,533.83 Lakhs. The profit before tax for the year ended on March 31, 2024 was INR 1,725.89 Lakhs, for March 31, 2023 was INR 1,029.45 Lakhs and for March 31, 2022 was INR 367.03 Lakhs. The profit after tax for the period ended on March 31, 2024 was INR 1,220.30 Lakhs, for March 31, 2023 stood at INR 1,226.66 Lakhs and for March 31, 2022 was INR 271.33 Lakhs. The profits of the Company are in line with the current industrial scenario and are reasonable. The company's products are very well accepted in local market. The Company has made significant growth and sales of the Company have increased from time to time. However, due to increase in cost of procuring raw material and tax implications, profit for the current financial year is inadequate.

2) Steps taken or proposed to be taken for improvement:

Company is putting more thrust on to take advantage of latest technologies. The Company has also taken steps for curtailing expenditure and this would help the Company to further improve its results and profitability.

3) Expected increase in productivity and Profits in measurable terms:

Amol Minechem is focusing on improvement of manufacturing efficiencies, cost optimization and making quality standards thereby achieving increase in productivity and maximization of profits. During the financial year 2022-23, the

company has given robust performance with the optimal use of economies of scales for its production capacity

Item No 5: Alteration in Object Clause of the Memorandum of Association of the Company

The Board of Directors of the Company are of the view that diversifying the horizons of the Company, would provide leverage to the Company, which would help sustain the company in various economic scenarios.

The alteration in existing object clause III(A) of the Memorandum of Association of the Company as set out in the resolution is to facilitate diversification. This will enable the company to open new avenues for its Income. This will also enlarge the area of business operations of the Company.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, the above said resolution requires the consent of the members by way of Special Resolution.

The Memorandum of Association with the proposed alteration shall be available for inspection to the members during business hours up to the date of Annual General Meeting.

The Board recommends passing of resolution at Item No 5 as Special Resolution.

None of the Directors and/or their relatives of the Company are interested in the proposed resolution, except to the extent to their shareholding.

Registered Office
401, "Akshay", 53, Shrimali Society,
Navrangpura, Ahmedabad – 380009

By Order of the Board
For, Amol Minechem Limited
(Formerly known as Amol Dicalite Limited)

Date: 08/08/2024
Place: Ahmedabad

Shreyas Chinubhai Sheth
Chairman & Managing Director
DIN: 00009350

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

Particulars	Shreyas Chinubhai Sheth
Director Identification Number (DIN)	00009350
Date of Birth	June 16, 1957
Qualification	B. Sc. MBA – Finance
Experience	Mr. Shreyas C. Sheth is having experience of more than 38+ years in the perlite business
Terms & Conditions of Appointment / Re – appointment	Shall continue to act as Chairman and Managing Director upto June 30, 2023, subject to re-appointment
Details of Remuneration Sought to be paid	Basic Salary of ₹6,37,500/- per month and perquisites and allowances as approved
Remuneration last Drawn	117.17 Lakhs
Date of First Appointment on the Board	July 01, 2009
Shareholding	2,47,941 Equity Shares
Relationship with Other Directors, Manager or Key Managerial Personnel	Mrs. Priti Shreyas Sheth is relative of the Director
No. of Meeting of the Board attended during the year	4
List of Directorship held in other Companies	<ol style="list-style-type: none"> 1. Amazon Textiles Private Limited 2. Anmol Spintex Private Limited 3. Achal Spinning Private Limited 4. Abeer Textile Private Limited 5. Alchemie Private Limited 6. Anjna Plastic Private Limited 7. Amol Prala Clean Energy Private Limited 8. Arbor Investments Private Limited 9. Aloha Investments Private Limited 10. Abdhi Investments Private Limited 11. Acorn Investments Private Limited 12. Aprir Investments Private Limited 13. Aster Investments Private Limited 14. Adios Investments Private Limited 15. Akin Investments Private Limited

ATTENDANCE SLIP**AMOL MINECHEM LIMITED
(Formerly known as Amol Dicalite Limited)**

Reg. Off.: 401, 'Akshay', 53, Shrimali Society, Navrangpura, Ahmedabad – 380009
CIN: U14100GJ1979PLC003439 | **E-Mail:** info@amolminechem.com | **Web:** www.amolminechem.com
Ph.: +91-79-40246246, +91-79-2656-0458 | **Fax:** +91-79-2656-9103

44th Annual General Meeting to be held on Monday, September 02, 2024 at 11.00 a.m.

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a Registered Shareholder / Proxy for the Registered Shareholder of the Company. I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company

Signature of Member(s)/ Proxy

NOTE: A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

✂-----Cut Here-----

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)

CIN	U14100GJ1979PLC003439
Name of Company	Amol Minechem Limited
Reg. Office Address	401, 'Akshay', 53, Shrimali Society, Navrangpura, Ahmedabad – 380009
Name of the Member	
Registered Address	
E Mail Id	
Folio No./Client ID	

I/We, being the member (s) of **Amol Minechem Limited** hereby appoint

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

As my/ our Proxy to attend and vote for me/us on my/ our behalf at the 45th Annual General Meeting of the Company to be held on September 02, 2024 at 11:00 a.m. and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
Ordinary Business			
01	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Board's Report and the Auditor's Report thereon.		
02	To recommend a final dividend of INR 2.5/- per fully paid-up Equity Shares of face value INR 10/- each for the Financial Year 2023-24 and a Special Dividend of INR 2.5/- per fully paid-up Equity Shares of face value INR 10/- each.		
03	To appoint Director in the place of Mr. Shreyas Chinubhai Sheth (DIN: 00009350), who retires by rotation and being eligible, offers himself for re-appointment		
Special Business			
04	Re-Appointment of Mr. Shreyas Chinubhai Sheth (DIN: 00009350) as the Chairman & Managing Director of the Company		
05	Alteration in Object Clause of the Memorandum of Association of the Company		

Signed on thisday of2024

Affix
Revenue
Stamp

Signature of Shareholder / Signature of Proxy

NOTE:

1. The Proxy need not be a Member.
2. The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

ROUTE MAP FOR AGM

