

## NOTICE OF 38<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the Thirty Eighth (38<sup>th</sup>) Annual General Meeting (AGM) of the Members of Polysil Irrigation Systems Limited will be held on Saturday, September 30, 2023 at 11:00 A.M. at the registered office of the Company at Survey No- 340/1, Beside Hystuff Steel, At Post Raniya, Taluka Savli, District Vadodara – 391 780, Gujarat, India to transact the following businesses:

### ORDINARY BUSINESSES:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**.

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To appoint a Director in place of Mr. Anilkumar Radheshyam Singh (DIN 07527765), who retires by rotation and being eligible, seeks re-appointment.

**Explanation:** Based on the terms of appointment, executive and non-executive directors are subject to retirement by rotation. Mr. Anilkumar Radheshyam Singh (DIN 07527765), who was appointed as Professional – Non-executive Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

To the extent that Mr. Anilkumar Radheshyam Singh (DIN 07527765) is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Anilkumar Radheshyam Singh (DIN 07527765) as such, to the extent that he is required to retire by rotation.”

3. To appoint M/s. Ratan Chandak & Co., Chartered Accountants, Navi Mumbai as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the 38<sup>th</sup> Annual General Meeting of the Company until the conclusion of the 43<sup>rd</sup> Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration.

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

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. Ratan Chandak & Co., Chartered Accountants, Navi Mumbai (Firm Registration No.: 108696W) be and are hereby appointed as Statutory Auditor of the Company to hold the office from the conclusion of the 38<sup>th</sup> Annual General Meeting until the conclusion of the 43<sup>rd</sup> Annual General Meeting of the Company to be held in the year 2028 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

### Registered office:

Survey No- 340/1, Beside Hystuff Steel, At Post Raniya, Taluka Savli, District Vadodara, Raniya Taluka Savli, Gujarat- 391780, India.

By order of the Board of Directors  
For, **Polysil Irrigation Systems Limited**  
CIN: U17100GJ1985PLC127398

**Date:** September 6, 2023

**Place:** Vadodara

**Bharat Patel**  
CEO & Managing Director  
DIN: 07780251

### Important Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and proxy must be a member of the company.

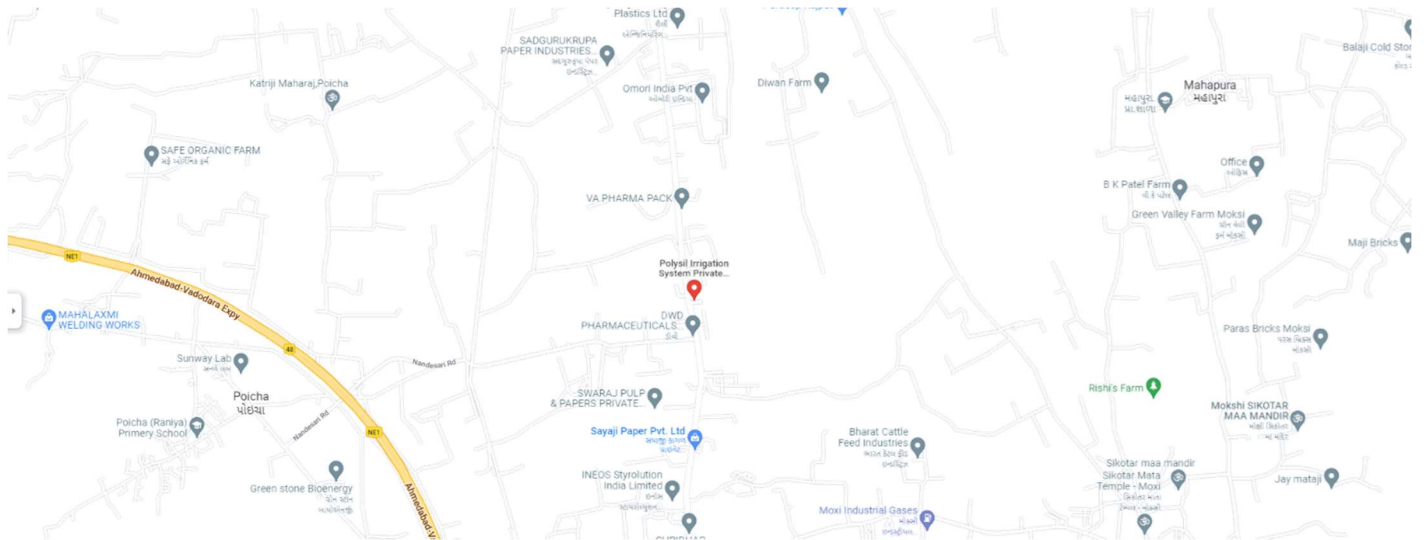
Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of 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.

2. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.
3. Members/proxies are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their Folio Number in the attendance slip for attending the Meeting.

## POLYSIL IRRIGATION SYSTEMS LIMITED

- Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.
- The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- Route-map to the venue of the Meeting is provided below;



**ATTENDANCE SLIP**

<b>Regd. Folio No. / DP ID CL ID</b>	
<b>No. of Shares held</b>	
<b>Name and Address of the First Shareholder (IN BLOCK LETTERS)</b>	
<b>Name of the Joint holder (if any)</b>	

I/we hereby record my/our presence at the 38<sup>th</sup> Annual General Meeting of Polysil Irrigation Systems Limited held on Saturday, September 30, 2023 at 11.00 A.M. at the registered office of the Company situated at Survey No- 340/1, Beside Hystuff Steel, At Post Raniya, Taluka Savli, District Vadodara – 391 780, Gujarat, India.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

**Notes:** Please fill up this attendance slip and hand it over at the entrance of the venue of meeting. Members are requested to bring their copies of the Annual Report to the AGM.

Please tear here

**PROXY FORM**

(Form No. MGT-11 - Pursuant to section 105(6) of the Companies Act, 2013 Rules made thereunder)

<b>Name of the member(s)</b>	
<b>Registered Address</b>	
<b>E-mail Id</b>	
<b>Folio No/Client Id</b>	

I/We, being the member (s) of.....shares of the Polysil Irrigation Systems Limited, hereby appoint

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him
3. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38<sup>th</sup> Annual General Meeting of Polysil Irrigation Systems Limited to be held on Saturday, September 30, 2023 at 11.00 A.M. at the registered office of the Company situated at Survey No- 340/1, Beside Hystuff Steel, At Post Raniya, Taluka Savli, District Vadodara – 391 780, Gujarat, India and/or any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	Vote (Optional) (Please mention no. of shares)		
		For	Against	Abstain
<b>Ordinary Businesses</b>				
1.	To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.			
2.	To appoint a Director in place of Mr. Anilkumar Radheshyam Singh (DIN 07527765), who retires by rotation and being eligible, seeks re-appointment.			
3.	To appoint M/s. Ratan Chandak & Co., Chartered Accountants, Navi Mumbai as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the 38 <sup>th</sup> Annual General Meeting of the Company until the conclusion of the 43 <sup>rd</sup> Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration.			

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

Signature of shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp of not  
less than  
INR 1

**Note:**

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting (on or before Thursday, September 28, 2023 at 11:00 A.M.)

## DISCLOSURE UNDER SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 2:

<b>Name</b>	Mr. Anilkumar Radheshyam Singh
<b>Date of Birth</b>	January 5, 1966
<b>Qualification</b>	Bachelor of Science (Eng.) Mechanical Engineer
<b>Experience - Expertise in specific functional areas - Job profile and suitability</b>	Anilkumar Singh is the Non -Executive Non-Independent Director of our Company. He holds a bachelor's of science degree in Mechanical Engineering from Patna University. He has around 7 years of experience across various businesses. He was appointed on the board of our Company w.e.f. November 10, 2022. He is also associated with the Companies like Vima Alliance Infra Private Limited as a Managing Director and Vima Engineering Private Limited as a Director.
<b>No. of Shares held as on March 31, 2023</b>	NIL
<b>Terms &amp; Conditions</b>	No change in the existing terms and conditions
<b>Remuneration Last Drawn</b>	Not Applicable
<b>Remuneration sought to be paid</b>	Not Applicable
<b>Number of Board Meetings attended during the Financial Year 2022-23</b>	9 out of 9
<b>Date of Original Appointment</b>	November 10, 2022
<b>Date of Appointment in current terms</b>	December 05, 2022
<b>Directorships held in public companies including deemed public companies</b>	Nil
<b>Memberships / Chairmanships of committees of public companies*</b>	Nil
<b>Inter-se Relationship with other Directors.</b>	Nil