



(CIN: L51900MH1971PLC015141)
401, 4th Floor, Gladdiola, Hanuman Road, Vile Parle (East),
Mumbai - 400057, Maharashtra, India.
Tel No: (022) 35016400;
E-mail id: corporate@remsons.com; Website: www.remsons.com

NOTICE OF POSTAL BALLOT

[Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Remote e-Voting starts on	Remote e-Voting ends on
Thursday, 31 st July, 2025 at 9.00 a.m. (IST)	Friday, 29 th August, 2025 at 5.00 p.m. (IST)

Dear Member(s),

NOTICE is hereby given that the resolution set out hereunder is proposed for the approval of the members of **Remsons Industries Limited** ('the Company') by means of postal ballot through e-voting process ('e-Voting') pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2') and in agreement with the requirements prescribed for holding general meetings / conducting postal ballot process through e-voting vide General Circular No. 9/2024 dated 19th September, 2024 and in accordance with the requirements laid down in previous circulars issued by the Ministry of Corporate Affairs ('MCA Circulars').

Pursuant to the provisions of Sections 102 and 110 and other applicable provisions of the Act, the explanatory statement pertaining to the resolution setting out the material facts and the reasons/rationale thereof is annexed to this Postal Ballot Notice ('Notice') for your consideration and forms part of this Notice.

The Board of Directors of the Company, in its meeting held on 17th July, 2025 has appointed CS Manish Baldeva, Practicing Company Secretary, (Membership No.: FCS 6180 and C. P. No. 11062) proprietor of M/s. M Baldeva Associates, Company Secretaries, Mumbai as Scrutinizer ('Scrutinizer') for conducting the Postal Ballot through e-voting process in fair and transparent manner.

In compliance with the said MCA Circulars, the business of the Postal Ballot shall be transacted through electronic voting system only. Accordingly, the Company has engaged the services of Central Depository Services (India) Limited ('CDSL') for the purpose of providing remote e-voting facility to members to enable them to cast their votes electronically. The instructions for exercising remote e-voting are appended to this Notice.

Only the members of the Company holding shares as on cut-off date i.e. Friday, 25th July, 2025 will be entitled to vote. The remote e-voting will commence on Thursday, 31st July, 2025 at 9:00 a.m. (IST) and end on Friday, 29th August, 2025 at 5:00 p.m. (IST). The remote e-voting facility will be disabled by CDSL immediately thereafter.

Upon completion of the scrutiny of the remote e-voting data provided by the CDSL, the Scrutinizer shall submit his report to the Chairman of the Company, or any other person authorized by him. The result of the Postal Ballot will be announced on Saturday, 30th August, 2025 at 3.30 p.m. The results of the Postal Ballot along with the Scrutinizer's Report shall be displayed on the Company's website www.remsons.com and shall also be communicated to the stock exchanges and will be displayed simultaneously on the websites of the Stock Exchanges and CDSL. Subject to receipt of requisite votes in favour, resolution shall be deemed to have been passed on Friday, 29th August, 2025, being last date of remote e-voting.

SPECIAL BUSINESS:

Item No. 1: Re-appointment of Mr. Rahul Kejriwal as Whole Time Director of the Company and in this regard, if thought fit, pass the following resolution as a SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ('the Act'), and Schedule V thereto, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the enabling provisions of the Articles of Association of the Company, and as recommended by the Nomination and Remuneration Committee and approved by the Audit Committee and the Board of Directors of the Company, the re-appointment of Mr. Rahul Kejriwal (DIN: 00513777) as Whole Time Director of the Company for a further period of 5 (five) years with effect from 1st June, 2025 to 31st May, 2030 and the remuneration payable to him, as detailed below, for a period of 1 (one) year with effect from 1st June, 2025 to 31st May, 2026 be and is hereby approved, with the authority to the Board of Directors of the Company to revise the terms, on recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, with regard to the remuneration from time to time within the limits provided in Schedule V of the Act or any amendment thereto for the time being in force:

Sr. No.	Particulars	Details
1.	Salary (Basic)	Rs. 2,65,000/- per month
2.	HRA	Rs. 55,000/- per month
3.	Conveyance Allowance	Rs. 35,000/- per month
4.	Education Allowance	Rs. 25,000/- per month
5.	City Compensation Allowance	Rs. 40,000/- per month
6.	Perquisites and Allowances	In addition to the salary, the Whole Time Director shall also be entitled to perquisites and allowances like reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs, medical reimbursement at actuals incurred for self and

		family, club fees and expenses, Free Education allowance for the children, medical insurance, other allowances / perquisites in accordance with the Company's Rules, provided however that the perquisites and allowances as aforesaid will be subject to a maximum of Rs. 12.00 Lakh per annum.
7.	Conveyance / Motor Car	Rs. 20,000/- per month
8.	Leave Travel Concession	Rs. 4,000/- per month
9.	Provident and other funds including superannuation and gratuity	Company's contribution to Provident Fund and / or superannuation or Annuity Fund to the extent these either singly or together are not taxable under the Income Tax Act. Gratuity at the rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of the tenure.
10.	Reimbursement of expenses	The Whole Time Director shall also be entitled to reimbursement of expenses incurred by him for the purpose of Company's business.
11.	Sitting Fees	The Whole Time Director shall not be entitled to the sitting fees for attending meetings of the Board of Directors or Committees thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of Mr. Rahul Kejriwal as Whole Time Director of the Company, the remuneration as approved by this resolution shall be payable as minimum remuneration to him as per the provisions of Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

**By order of the Board of Directors
of Remsons Industries Limited**

Place: Mumbai
Date: 17th July, 2025

Rohit Darji
Company Secretary & Compliance Officer
Membership No.: A37077

Registered Office:
401, 4th Floor, Gladdiola,
Hanuman Road, Vile Parle (East),
Mumbai – 400057, Maharashtra, India.

NOTES AND INSTRUCTIONS:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 read ('Act') with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), Secretarial Standard – SS 2 ('SS-2'), Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and all other applicable provisions, setting out material facts concerning the resolution proposed to be passed is annexed hereto and forms part of this Notice.
2. In compliance with the MCA circulars, this Postal Ballot Notice is being sent only through e-mails, to all the members who have registered their e-mail address with the Company / its Registrar & Transfer Agent ('RTA') / Depositories Participants ('DPs') and that the communication of assent or dissent of the members would only take place through remote e-voting system. The Postal Ballot Form and pre-paid business envelope are not being sent to the members for this Postal Ballot process.
3. The Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the DPs where they maintain their demat accounts, if the shares are held in electronic form, and (ii) register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company viz. www.remsons.com) duly filled and signed along with requisite supporting documents to Company's RTA, MUFG Intime India Pvt. Ltd., C 101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, if shares are held in physical form.
4. The Postal Ballot Notice is being sent electronically to all the members, whose names appeared in the Register of Members / List of Beneficial Owners maintained by the Depositories as on Friday, 25th July, 2025 ('cut-off date'). Members as on the cut-off date would be entitled to vote for the purpose of Postal Ballot. The notice of the Postal Ballot will also be available on the Company's website at www.remsons.com and websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited viz. www.bseindia.com and www.nseindia.com respectively and on the website of the CDSL viz. www.evotingindia.com.
5. All documents referred to in the Postal ballot notice will be available for inspection by the members on request by sending an e-mail to cs@remsons.com.
6. In case any member (holding shares as on the cut-off date) does not receive the Postal Ballot notice, he /she / it may send an email to cs@remsons.com in and obtain a copy of the same.
7. In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations and SS-2, the Company is pleased to provide e-voting facility to its members to exercise their right to vote electronically on the resolution mentioned in the Postal Ballot notice. The members can cast their vote using electronic voting system ('remote e-voting') provided by the CDSL. A member cannot exercise his / her / its vote by proxy on Postal Ballot.

8. The remote e-voting period will commence on Thursday, 31st July, 2025 (9:00 a.m.) and end on Friday, 29th August, 2025 (5:00 p.m.). During this period, members / shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting immediately thereafter. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.
9. The voting rights of members / shareholders shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.
10. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evotingindia.com.
11. Information of director being proposed to be re-appointed pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the ICSI, are given in **Annexure – 1**.

INTRUCTIONS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(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 for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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, 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 cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>(i) 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>(ii) 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</p> <p>(iii) 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.</p> <p>(iv) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DPs)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 toll free no. 1800 21 09911
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: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 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 Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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	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.

OR Date of Birth (DOB)	<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.
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- (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 **Remsons Industries 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) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - 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 will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, 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 mandatory 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; corporate@remsons.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 e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

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 at toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013.

Item No. 1:

Mr. Rahul Kejriwal, Whole time Director of the Company looks after day to day business affairs of the Company and is associated with your Company since for more than two decades. He was appointed as director on 1st June, 2016. He is Graduate in Bachelor of Commerce from Narsee Monjee College, Mumbai and has 25 years of vast experience in the fields of production, marketing, administration, exports, accounts, finance, and banking. He has made significant contribution in the area of production, designs, innovation, export activities, business restructuring, new acquisitions and has extensive experience in costing of automotive products, analysis of products mix, financial collaboration and planning / execution of Greenfield projects. He was re-appointed as Whole Time Director of the Company for a period of 5 (five) years w.e.f. 1st June, 2020 upto 31st May, 2025.

Mr. Rahul Kejriwal, aged 46 years completed his Bachelor of Commerce from Narsee Monjee College, Mumbai. Considering his performance and valuable contribution as Whole time Director of the Company, the Board of Directors, on recommendation of Nomination and Remuneration Committee and approval of the Audit Committee of the Company, at its meeting held on 21st May, 2025, re-appointed him as Whole Time Director of the Company for a further period of 5 (five) years w.e.f. 1st June, 2025 to 31st May, 2030, and approved the remuneration payable to him for a period of 1(one) year w.e.f. 1st June, 2025 to 31st May, 2026 on such terms and conditions as set out in the special resolution at Item No. 1 of the Notice, subject to the approval of the members of the Company.

The Board of Directors recommends the Special Resolution as set out at Item No. 1 of the Notice for the approval of the members of the Company.

The additional details required to be given pursuant to clause (iv) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013, are provided in **Annexure – 2**.

Except Mr. Rahul Kejriwal, Whole Time Director, being appointee, Mr. Krishna Kejriwal, Chairman & Managing Director and Mrs. Chand Kejriwal, Whole Time Director of the Company, none of the other Directors and Key Managerial Personnel of your Company or their relatives are concerned or interested, financially or otherwise, in the proposed special resolution as set out at Item No. 1 of the Postal Ballot notice.

**By order of the Board of Directors of
Remsons Industries Limited**

**Rohit Darji
Company Secretary & Compliance Officer
Membership No. A37077**

**Place: Mumbai
Date: 17th July, 2025**

Registered Office: 401, 4th Floor, Gladdiola,
Hanuman Road, Vile Parle (East),
Mumbai – 400057, Maharashtra, India.

Annexure -1

INFORMATION OF DIRECTOR BEING PROPOSED TO BE RE-APPOINTED PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE ICSI, ARE AS FOLLOWS:

Name of Director	Mr. Rahul Kejriwal
Designation	Whole Time Director
DIN	00513777
Date of Birth	29 th August, 1979
Age	46 years
Qualifications	Bachelor of Commerce from Narsee Monjee College, Mumbai
Experience (including expertise in specific functional areas / Brief resume	Expertise in production and marketing
Terms and conditions of appointment	For a period of 5 (five) years, liable to retire by rotation
Remuneration sought to be paid	Rs. 65.28 Lakh per annum (as more particularly provided in the resolution set out as item no. 1 of the Postal Ballot notice)
Remuneration last drawn, if applicable	Rs. 61.15 Lakh (during the financial year 2024-25)
Date of first appointment on the Board	1 st June, 2016
Shareholding in the Company	15,81,430 Equity shares of Rs. 2/- each
Disclosure of relationships between directors inter-se	He is son of Mr. Krishna Kejriwal, Chairman & Managing Director and Mrs. Chand Krishna Kejriwal, Whole Time Director of the Company.
No. of Board Meetings attended during the financial year 2024-25	8 out of 8 meetings held
Nationality	Indian

Directorship held in other Companies	<ol style="list-style-type: none"> 1. Remsons Cable Industries Private Limited 2. Goodluck Electronics Private Limited 3. Aircom Remsons Automotive Private Limited 4. Daiichi Remsons Electronic Private Limited 5. Remsons-Uni Autonics Private Limited 6. Remsons Edge Technologies Private Limited
Chairmanship / Membership of the Committees of other Boards	Nil
Names of listed entities from which the appointee has resigned in the past three years	Not Applicable
The Skills and capabilities required for the role and manner in which the proposed appointee meets such requirements, in case of independent director	Not applicable, as re-appointment is of non-independent director.
Justification for choosing the appointee for appointment as Independent Director	Not applicable, as re-appointment is of non-independent director.

Annexure – 2

The details as required under Clause (iv) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013 are given below:

I. General Information			
(1)	Nature of Industry	Remsons Industries Ltd., an Original Equipment Manufacturer (OEM) supplying components to two, three and four-wheeler manufacturers all over India and exports globally. Control cables also known as Bowden cables globally are supplied by Remsons to International OEMs. Remsons also manufacturers Gear Shifters that are Dash Mounted and Floor Mounted for four wheelers and Light, medium and heavy duty truck applications.	
(2)	Date or expected date of commencement of commercial production	The Company is in existence and operational since 1971.	
(3)	In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus	Not Applicable	
(4)	Financial performance based on given indicators (during the financial year ended 31 st March, 2025)	EPS	Rs. 3.18
		Return on Net worth	10.20%
(5)	Foreign investments or collaborators, if any.	<p>The Company incorporated one wholly owned subsidiary namely Remsons Holdings Ltd. on 21st August, 2020 and subscribed 5,00,000 Ordinary Shares of GBP 1.00 each and one step down wholly owned subsidiary namely, Remsons Automotive Ltd. earlier known as ("Magal Automotive Ltd.") on 26th August, 2020 and subscribed 5,00,000 Ordinary Shares of GBP 1.00 each, registered with the Registrar of Companies, England and Wales.</p> <p>Remsons Holdings Ltd. acquired one step down subsidiary namely, Remsons Properties Ltd. earlier known as ("Woolford Properties Ltd."). Remsons Automotive Ltd. has acquired the assets and business of 'Magal Cables Ltd.' in the UK. These acquisitions were completed on 21st October 2020.</p> <p>The Company has entered into a Joint Venture Agreement with AIRCOM Group AG, a company incorporated under the laws of Switzerland to</p>	

		<p>incorporate a joint venture company with it for the purpose of forming a special purpose vehicle to carry on the business of manufacturing and selling of tyre puncture kits and its components for automobiles. The SPV was incorporated as Aircom Remsons Automotive Private Limited on 7th March, 2024.</p> <p>The Company and Daiichi Infotainment Systems Private Limited incorporated a Joint Venture Company viz. 'Daiichi Remsons Electronics Private Limited', on 28th April, 2024, with a capital ratio of 50:50 respectively. Daiichi Remsons Electronics Private Limited is engaged in the business of manufacturing and selling of electronic goods and its components for automotive sectors.</p> <p>Remsons Holding Ltd., Wholly Owned Subsidiary of the Company, acquired 51% shareholding in BEE Lighting Ltd. on 18th October, 2024, consequently, it has become stepdown subsidiary of the Company.</p> <p>The Company acquired 55% shareholding in Remsons-Uni Autonics Private Limited on 2nd May 2024 consequently, it has become subsidiary of the Company.</p>
II. Information about the appointee		
A	Mr. Rahul Kejriwal	
(1)	Background details	Mr. Rahul Kejriwal, aged 46 years, is a Commerce Graduate from Narsee Monjee College, Mumbai and has more than 25 years of experience in the field of production, marketing and design. Mr. Rahul Kejriwal has made significant contribution in the area of production, designs, innovation, exports, business restructure including acquisitions and has extensive experience in costing of automotive products, analysis of products mix, financial collaboration and planning / execution of Greenfield Projects.
(2)	Past Remuneration	Rs. 61.15 Lakh per annum
(3)	Recognition or awards	Mr. Rahul Kejriwal is Commerce Graduate from Narsee Monjee College, Mumbai
(4)	Job profile and his suitability	Mr. Rahul Kejriwal is responsible for the day to day affairs of the Company under supervision of Mr. Krishna Kejriwal, Chairman and Managing Director and overall control of the Board of Directors of the Company. Considering the qualification, experience,

		proven track record and performance of Mr. Rahul Kejriwal and contribution made by him in the growth of the Company as well as capacity to manage the emerging challenges in the times to come, the proposed remuneration payable to him is appropriate and commensurate with the industry standards.
(5)	Remuneration proposed	Rs. 65.28 Lakh per annum (approx.)
(6)	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering his rich experience, the terms of the remuneration payable to Mr. Rahul Kejriwal is considered fair, just and reasonable and is at par with the standards of the industry in which the Company operates.
(7)	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	<p>Except receiving remuneration as Whole Time Director and holding shares in the Company, Mr. Rahul Kejriwal does not have any other pecuniary relationship directly or indirectly with the Company.</p> <p>Mr. Rahul Kejriwal is son of Mr. Krishna Kejriwal, Chairman & Managing Director and Mrs. Chand Kejriwal, Whole Time Director of the Company.</p>
III. Other Information		
(1)	Reasons of loss or inadequate profits	<p>The Company has maintained healthy growth in operating income over the past three years with the consistent profit margins and profitability. The Company has long standing experience in the auto ancillary industry and has established client base in automobile industry. The Company intends to increase its share of revenue from the after-market which may not only support operating margin but will also insulate the Company from the volatility in demand from the automobile sector. The Company's business prospects remain dependent upon the growth and prospects of the automobile industry as whole. The automotive component industry over the past few years has become extremely competitive following the entry of several players in the industry. The performance of the automobile manufacturing companies affects the profitability of the Company. Further, ongoing uncertainty about US tariff imposition has made situation more uncertain.</p> <p>Presently, there are no losses in the company however, there may be inadequate profits due to hike in the interest rate, rising running cost, challenging business environment, adverse market conditions and</p>

		due high labour cost.
(2)	Steps taken or proposed to be taken for improvement	<p>The Company has initiated several measures to improve its profitability. It has strengthened and consolidated operations of various manufacturing units at different locations to ensure uniformity and better administration. Further, to survive in the competitive era, more and more orders from the global as well as domestic OEM Market are planned to be procured in addition to achieve higher production by deploying all its resources and capacities available and by choosing right product mix with application of various cost cutting measures, without of course, compromising on the quality of its products.</p> <p>The Company is working towards improving plant efficiency and is taking initiatives for increasing efficiency, cost reduction and making and progress in turnover. The Company is also striving for better efficiency of manufacturing facility by adopting Energy Management Systems, debottlenecking of processes, cost reductions and focusing on new area of market and sales maximization.</p>
(3)	Expected increase in productivity and profits in measurable terms	<p>The above measures undertaken are expected to yield more positive results in the coming years. While it is difficult to give precise figures, the above initiatives are expected to improve the financial performance of the Company.</p> <p>The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. In view of the steps taken by the Company as stated above, the Company believes that there will be significant increase in productivity and profitability in the years to come.</p>