



NOTICE OF POSTAL BALLOT

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

Dear Member(s),

NOTICE is hereby given, pursuant to the provisions of Sections 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modifications or re-enactment thereof, for the time being in force), read with General Circulars No. 14/2020 dated 08th April, 2020, No. 17/2020 dated 13th April, 2020, No. 20/2020 dated 5th May, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020, No. 39/2020 dated 31st December, 2020 and No. 10/2021 dated 23rd June, 2021, No. 20/2021 dated 8th December, 2021 and No. 03/2022 dated 5th May, 2022 and other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and such other applicable laws, rules and regulations, that it is proposed to seek the consent of the members of New Light Apparels Limited (the "Company") for the resolution appended below, through remote e-voting process ("e-voting") only.

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and the reasons thereof, is appended with the Notice of Postal Ballot. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on **Monday, 10th March, 2025** appointed **Mr. Sumit Bajaj (M. No. A45042, COP No. 23948)**, Proprietor of M/s Sumit Bajaj & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

The Company has engaged the services of **NSDL** for providing remote e-voting facility to its all Members.

In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/ Depository Participants. A member whose e-mail address is not registered with the Company/ Depository Participants, may please follow the process provided in the notes to the postal ballot hereto to receive this Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the members would only take place through the e-voting system. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to follow the procedure and read the instructions as stated in the Notes of the Postal Ballot Notice to cast their vote electronically not later than 05:00 P.M. (IST), Thursday, 10th April, 2025 i.e. the last day to cast vote electronically, to be eligible for being considered.

On completion of the scrutiny of the votes casted through e-voting in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman or any person authorized by him after completion of e-voting. The results of the Postal Ballot will be announced on or before Friday, 11th April, 2025. The said results shall be displayed at the Registered Office of the Company and shall also be communicated

to BSE Limited (BSE) where the shares of the Company are listed. Additionally, the results shall also be uploaded on the Company's website <https://www.newlightapparels.com/> and on the website of Beetal Financial & Computers (p) Limited at <https://www.beetalfinancial.com/>

SPECIAL BUSINESS:

Item No. 1

TO ALTER THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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 4, Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the necessary approvals, consents, permissions, and sanctions required, if any, by the Registrar of Companies, and/or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of members of the Company be and is hereby accorded **to modify and insert the following object clause under the existing Clause III-A of the Memorandum of Association of the Company** by summarizing the existing Sub-Clause no. 1- 8 into Sub-Clause no. 1-5, by deletion of Sub Clause No. 9-14 and by insertion of new objects as Sub-Clause no. 6-12, be numbered consequently as outlined below:

1. To take over the business of M/s New Light Hosiery Manufacturing Works, a partnership firm with all its assets and liabilities, permits, licenses, contracts, benefits, rights and advantages as a going concern.
2. To carry on the business of manufacturers, importers and exporters, wholesale and retail dealers of and in hosiery goods and readymade garments of every kind, nature and description for men, women and children such as socks, underwears, neckties, shoes, bows, belts, coats, scarves, kerchiefs, shirts, bushirts, trousers, blouses. baba-suits, jump suits, pajama suits, pants, workmen's clothes, uniforms for the Army, Navy, Airforce and such other personal. foundation garments for ladies' dresses, brassiers, maternity belts, knee caps, coats, panties and nighties, vests, stockings, sweaters. laces and deal in raw materials required or used in hosiery goods and to carry on the business of consultant of hosiery, readymade garments, knitting yarns. cloth and laces manufacturers and dealers.
3. To carry on the business of manufacturers, importers and exporters, wholesale and retail dealers of jewellery, ornaments, antiques, artificial jewellery and other accessories.
4. To carry on the business of dealers and manufacturers of all kinds of carpets, durries, mats, rugs, narmadas, blankets, shawls, tweeds, linens, flannels, Weavers of cotton, silk, jute, hemp and woolen cloth and doublers of linen and cloth, flex manufacturers, spinners of cotton, silk and cloth and all other such related yarn, dealers and merchants in raw cotton, jute, flex, hemp, silk and woolen, yarn and in all kinds of yarn, cloth or textile fabrics manufactured, woven or procured out of these or such other substances related thereto and all other such articles of woolen and worsted materials and of all such articles similar to the foregoing business.

-
5. To work as an export house and to deal in all mailers and things that an export House may be eligible under the Import, Export, Trade Control Policy, buy, sell and or otherwise deal in merchandise, commodities and articles or all kinds and to carry on business as merchants, agents, importers and exporters thereof in connection with sub clause 1 to 4 above.
 6. To carry on the business of manufacturing, producing, processing, marketing, distributing, transporting, selling and dealing in all kinds of sanitary products, including but not limited to sanitary pads, diapers menstrual products, feminine hygiene products, and related accessories along with importing, exporting, collaborating, consulting, and trading in raw materials, machinery, packaging materials, and other goods related to the manufacture and sale of all kinds of sanitary pads and diapers and to research, develop, and innovate new types and varieties of sanitary pads and diapers, including eco-friendly, biodegradable, and disposable variants, in compliance with industry standards and regulations and to market, distribute, and sell sanitary pads and other related products through retail, wholesale, e-commerce platforms, and any other channels deemed suitable for the business.
 7. To carry on the business of buying, selling, importing, exporting, trading, dealing in all types of paper and waste paper, including but not limited to printing paper, writing paper, cardboard, corrugated paper, recycled paper, and other related paper products, as well as collecting, sorting, and processing waste paper for resale and to engage in business concerning manufacturing, purchasing, selling, retailing, wholesaling, trading, hiring, working for hire, or handling by any means of plastic, polymer products, flexible packaging, or other similar goods, whether in the state of raw material, semi-finished, finished, or recycled products.
 8. To carry on the business of manufacturing, procuring, distributing, dealing, exporting, importing, stockist and supply and act as an agent for various paper products (Fresh paper, waste paper, recycled paper, etc.), including writing paper, printing paper, packaging paper, tissue paper, specialty papers, paperboard, hardboard, corrugated paper, cardboard boxes, paper cups, plates, other disposable tableware products, wallpapers and wall coverings, file covers, stationery papers, and related office supplies, carbon papers etc and to invest in research and development efforts to innovate and develop new paper products, improve existing products, and adapt to market trends and demands and to explore opportunities for market expansion by identifying and entering new markets, both domestically and internationally, and forming strategic alliances with business partners.
 9. To carry on the business of distributor by way of establishing an extensive distribution network, encompassing retailers, wholesalers, offices, educational institutions, and industrial clients and to engage in the retail and online sale of paper products through owned or partnered retail outlets and E-commerce platforms and to engage in the production of paper pulp which is used as a raw material for various paper and paperboard products.
 10. To carry on in India or elsewhere the business to provide, commercialize, control, develop, establish, handle, operate, hold, pack, organize, promote, service, supervise, represent and to act as agent, concessionaires, consultants, booking agents or deal in all type's reusable materials through recycling operations, remediation services for decontaminating buildings, mine sites, soil, or groundwater, and dispose of garbage and other waste material.
 11. To carry on business as manufacturers, traders, agents, suppliers, commission agents, super stockists, importer, exporter, buyer, seller or in any other capacity in India or elsewhere for products, commodities, services and materials in any form or shape, whether manufactured

or supplied by any company, firm, association of persons, body (whether incorporated or not), government, semi-government or any local authority and barter, exchange, pledge, make advances upon or otherwise deal and trade in all type of goods and merchandise.

12. To engage in the business of trading, online commerce, e-commerce, quick commerce, and omni-channel operations, including the manufacture, sale, marketing, branding, supply, and distribution of widely used consumer products. This includes, but is not limited to, garments, gift items, stationery, publications, school essentials, travel gear, electrical goods, and home appliances.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall deem to include any of its duly authorized Committees) and / or Company Secretary or any officer(s) so authorized by the Board, be and are hereby Severally authorized to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and any alterations to the aforesaid resolution as may be advised by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same.”

Item No. 2

TO INCREASE THE BORROWING LIMIT OF THE COMPANY UPTO 25 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013

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 180(1)(c) and other applicable provisions if any of the companies Act, 2013 including any statutory modification or any amendments or any substitution or re-enactment thereof, if any for the time being in force and in supersession of earlier resolution passed by the members, the consent of the members of the company be and is hereby accorded to the of the Board of Directors Company for borrowing from time to time as they may think fit, any sum or sums of money not exceeding Rs. 25 Crore (including the money already borrowed by the Company) on such terms and conditions as the board may deem fit, whether the same may be secured or unsecured and if secured whether by way of mortgage, charge, hypothecation, pledge or otherwise in any way whatsoever in respect of all or any of the Company’s asset and effects or properties whether movable, immovable, including stock in trade notwithstanding that the money to be borrowed together with the money already borrowed by the company (apart from the temporary loans obtained from the company’s bankers in the ordinary course of business) and the remaining undischarged at any given time, exceed the aggregate, for the time being, of the Paid-Up Capital of the company and its Free Reserves.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the board of directors of the Company be and is hereby authorized to take all such actions and to give all directions and to do all such acts and deeds, matters and things as may be necessary and expedient in this behalf.

RESOLVED FURTHER THAT a certified true copy of this resolution be furnished to the lender / its agent/ its Trustee, as may be required, under the signature of any one of the directors of company.”

Item No. 03

TO APPROVE CREATION OF SECURITY ON THE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE, IN FAVOR OF LENDERS UPTO 25 CRORE UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013.

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

"**RESOLVED THAT** in supersession of all the earlier resolutions passed in this regard and subject to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the shareholders of the company be and is hereby accorded, to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of Rs. 25 crores (Rupees Twenty-Five Crores only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such deeds, documents, instruments and writings, as may be necessary for creating the aforesaid hypothecations/mortgages and/or charges and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the above resolution."

Item No. 04

TO GIVE LOANS OR MAKE INVESTMENTS AND TO GIVE GUARANTEES OR TO PROVIDE SECURITY IN CONNECTION WITH A LOAN MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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

"**RESOLVED THAT**, in supersession of earlier resolution passed in this regard in the shareholder's meetings and pursuant to Section 186 and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors including any Committee thereof to (i) give any loans to any person or other body corporate, or (ii) give any guarantees or to provide security in connection with a loan to any other body corporate or person, or (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate exceeding sixty percent of company's paid up capital and its free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more as the Board of Directors may think fit, provided that the total loans or investments made, guarantees given, and securities provided shall not any time exceed Rs. 25 Crores (Rs. Twenty-Five Crores Only)."

RESOLVED FURTHER THAT, the existing directors of the Company be and are hereby authorized to

take all such actions and to give all such directions as may be necessary or desirable and also to settle any question or difficulty that may arise in regard to the proposed investments or loans or guarantees or securities and to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection therewith."

Item No. 05

TO APPROVE THE APPOINTMENT OF MR. GURCHARAN LAL MAKKAD (DIN: 01689768) AS DIRECTOR IN THE CATEGORY OF EXECUTIVE 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 provisions of Sections 150, 152 and 161(1), of the Companies Act, 2013; read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), and as recommended by the Nomination and Remuneration Committee of the Company, the consent of the members of the Company be and is hereby accorded to appoint Mr. Gurcharan Lal Makkad (DIN: 01689768) as the Executive Director of the Company, who shall be liable to retire by rotation, on the terms and conditions and remuneration as follows, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.

RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may be considered expedient and necessary in this regard."

RESOLVED FURTHER THAT any one of the Directors for the time being be and are hereby severally authorized to sign the certified true copy of the resolution of the resolution to be given as and when required."

Item No. 06

CLARIFICATION IN THE INTERPRETATION OF DISCLOSURE MENTIONED IN ITEM NO. 4 IN THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING DATED 09TH FEBRUARY, 2024;

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 applicable provisions if any **the consent of the members be and is hereby accorded to** Clarify the interpretation of the point no. IV of paragraph no. 04th as mentioned in Item No. 4" passed under Section 23(1)(b) and 62(1)(c) read with Section 42 and another applicable provision of the companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules and in accordance with the provisions on preferential issue as contained in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as mentioned in the explanatory statement of this item no. 6.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deemed necessary, desirable and expedient for such purpose, including without limitation, issuing clarification on the offer, issue and allotment of the equity shares and listing of equity shares at the Stock Exchanges as per the terms and conditions of SEBI (LODR) Regulations and other applicable Guidelines, Rules and Regulations, to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries and advisor for the Preferential Issue), resolving all questions and doubt that may arise with respect to the offer, issue and allotment of equity shares, and to authorize all such person as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Shareholders of the company and that the decision of the Board shall be final and conclusive.”

Place: Delhi
Date: 10th March, 2025

By order of the Board
for New Light Apparels Limited

Sd/-
Sandeep Makkad
Managing Director
DIN: 01112423

Notes:

1. The explanatory statements pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) pertaining to the above resolutions is annexed herewith.
2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot (“Notice”) to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.
3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited (“NSDL”) or Central Depository Services (India) Limited (“CDSL”) as on 07th March, 2025 (“Cut-off Date”) and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date. Members may note that the Notice is also available on the website of the Company i.e. <https://www.newlightapparels.com/> , websites of the Stock Exchange i.e. BSE Limited at <https://www.bseindia.com/> , and on the website of NSDL at www.evoting.nsdl.com. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.
4. After dispatch of the Notice through email, the advertisement shall be published in one English daily newspaper having country-wide circulation and in one Hindi newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. <https://www.newlightapparels.com/>.
5. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant. To support the ‘Green Initiative’, Members who have not registered their e-mail addresses with the Company / Beetal Financial &

Computer services (p) Limited, Registrar and Transfer Agent (“RTA”) / depository participant are requested to log in to the website of our RTA i.e. <https://www.beetalfinancial.com/> under Download, fill in the details, upload the required documents and submit. Further, Members are also requested to approach their depository participant to register/revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

6. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

7. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of NSDL at www.evoting.nsdl.com and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution/letter of authority /power of attorney, etc. together with the attested specimen signature of the duly authorized representative(s) in .pdf format for the Scrutinizer to verify the same.

8. All document(s) mentioned in the Notice and revised copy of the MoA will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of the remote e-voting period i.e. up to 10th April, 2025. Members who wish to inspect the relevant document(s) may send an email to newlight.apparels@gmail.com by mentioning their DP ID and Client ID in case of dematerialized shareholding / Folio no. in case of physical shareholding.

9. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

10. Contact details of the person responsible for addressing the queries / grievances connected with the voting by electronic means, if any:

a. **Ms. Kavita Bisht**

Company Secretary & Compliance Officer - New Light Apparels Limited

Gc-29, Basement, Shivaji Enclave, Raja Garden, New Delhi, New Delhi, Delhi, India, 110027

Phone: 7042755638

E-Mail: newlight.apparels@gmail.com

b. **Mr. Narendra Dev,**

Senior Manager - NSDL

Email: narendrad@nsdl.com .

In case of any queries, Members may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available under the ‘download’ section at www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000.

11. INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on **Wednesday, 12th March, 2025 at 9:00 am (IST)** and ends on **Thursday, 10th April, 2025 at 5.00 pm (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (“**Cut-off Date**”) i.e. **Friday, 07th March, 2025** are eligible to cast their vote(s) electronically. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.2. If you are 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.jsp3. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

- 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
- 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi 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.

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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
--	---

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

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

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300***

	and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csumitbajaj@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to (Mr. Narendra Dev) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

-
1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to newlight.apparels@gmail.com.
 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to newlight.apparels@gmail.com . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
 3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE
COMPANIES ACT, 2013**

Item No. 1

The members are hereby informed that the company is presently engaged in the business of:

1. To take over the business of *M/s New Light Hosiery Manufacturing Works*, a partnership firm with all its assets and liabilities, permits, licenses, contracts, benefits, rights and advantages as a going concern.
2. To carry on the business of manufacturers, importers and exporters, wholesale and retail dealers of and in hosiery goods and readymade garments of every kind, nature and description for men, women and children such as socks, underwear's, neckties, shoes, bows, belts, coats, scarves, kerchiefs, shirts, bushirts, trousers, blouses. baba-suits, jump suits, pyjama suits, pants, workmen's clothes, uniforms for the Army, Navy, Airforce and such other personal. foundation garments for ladies' dresses, brassiers, maternity belts, knee caps, coats, panties and nighties, vests, stockings, sweaters. laces and deal in raw materials required or used in hosiery goods.
3. To carry on the business of manufacturers, importers and exporters, wholesale and retail dealers of jewelry ornaments, antiques, artificial jewelry and other accessories.
4. To carry on the business of dealers and manufacturers of all kinds of carpets, durries, mats, rugs, narmadas, blankets, shawls, tweeds, linens, flannels and all other such articles of woolen and worsted materials and of all such articles similar to the foregoing business.
5. To carry on the business of Weavers of cotton, silk, jute, hemp and woolen cloth and doublers of linen and cloth, flex manufacturers, spinners of cotton, silk and cloth and all other such related yarn, dealers and merchants in raw cotton, jute, flex, hemp, silk and woolen, yarn and in all kinds of yarn, cloth or textile fabrics manufactured, woven or procured out of these or such other substances related thereto
6. To work as an export house and to deal in all mailers and things that an export House may be eligible under the Import, Export, Trade Control Policy in connection with sub clause 1 to 4 above.
7. To carry on the business of consultant of hosiery, readymade garments, knitting yarns, cloth and laces manufacturers and dealers.
8. To import, export, buy, sent and or otherwise deal in merchandise, commodities and articles or all kinds and to carry on business as merchants, agents, importers and exporters thereof in connection with the business referred to in para (1), (2), (4) and (5) above.
9. To manufacture, produce, process, develop, design, assemble, repair, import, export, buy, sell, brand, hire, let on hire, lease, pack, re pack, recondition, service, supply or otherwise deal in all models, shapes, sizes, capacities and varieties of domestic and household appliances, heating, cooking and electrical appliances, devices, gadgets such as stoves, pressure cookers, ovens, cooking ranges, hot plates, other cooking utensils of all types, containers, buckets, refrigerators, dryers, heaters, geysers, irons, mixers, filters, ceiling fans, table fans, exhaust fans, vacuum cleaners, washing machines, air conditioners, tube light fittings, radio, television, Stereo, videos, tape recorders, electronic motor and other similar products, their consumables, parts, accessories, components, fittings whether as wholesalers, retailers, agents, sub agents, distributors or otherwise.
10. To carry on the business of manufacturers, producers, stockiest, commission agents, importers, exporters of electrical products and other domestic appliances, their assemblies, kits, spares and accessories.
11. To manufacture, produce, process, develop, design, assemble, repair, import, export, buy, sell, brand, hire, let on hire, lease, pack, repack, recondition, service, supply or otherwise deal in all models, shapes, sizes, capacities and varieties of electrical appliances, domestic and household

appliances, heating, cooking appliances and devices, gadgets such as refrigerators, dryers, heaters, geysers, irons, mixers, filters, ceiling fans, table fans, exhaust fans, vacuum cleaners, washing machines, air conditioners, radio, television, pressure cookers, ovens, cooking ranges, hot plates, other cooking utensils of all types, and other similar products, their consumable, parts, accessories, components, fittings such as electrical wires and accessories; heaters, presses, enamelled wires, cords, tapes, cells, tubes, lamps, electrical motors, conductors, capacitors, electrical furnaces, transformers, light fittings, chokes, ballasts, stabilizers, electro medical instruments, insulators, transistors, polythene pipes, connectors, conduit pipes, internal circuits, relays and other allied articles and appliances for any use in domestic or industrial purposes whether as wholesalers, retailers, agents, subagents, distributors or otherwise and to act as electrical/electronic engineers and consultants.

12. To carry on business as traders and agents, suppliers and commission agents of products, commodities and materials in any form or shape manufactured or supplied by any company or firm, association of persons, body (whether incorporated or not), government, semi government or any local authority.
13. To carry on the business of trading, Online Business, e-commerce, quick commerce, omni channel - sales, marketing, branding, supplying, distribution etc of widely used consumer products, garments, gift items, Stationary, publications, School essentials, travel gear products, Electricals and home appliances.
14. To develop a software for providing services via IT to schools, other enterprises and general customers for resolving their query(s).

The Company based on changes in the industry, is constantly on the search for various new methods and processes to make use of changes and avail the opportunities in addition to the existing business for better utilization of its assets and resources. These include expanding the existing portfolio and exploring newer domains. In terms of section 179 of the Companies Act, 2013, any new business may be commenced with the approval of the Board of Directors of the Company.

The Board of Directors of the Company in its meeting held on Monday, 10th March, 2025 has, subject to the approval of the shareholders in accordance with the provisions of the Companies Act, 2013, and subject to such provisions as may be applicable, approved the modification, deletion and insertion in the existing Object Clause of the MOA of the Company in line with the requirements of Section 4 of the Act.

The Board has approved the Summarization of the existing Subclause 1-8 into Sub clause 1-5 and deletion of Sub clause 9-14.

Further, the board has approved the Insertion of Subclause 6-12 for availing the business opportunity.

Hence, it is proposed to amend the object clause of the Memorandum of Association of the Company as set out in the resolution under Item No.1 to empower the Board of Directors of the Company to alter the object clause in line with the requirements of Section 4 of the Companies Act, 2013 and also to pursue new business opportunities which can be carried on conveniently with the existing businesses of the Company as and when they deem fit.

The New object clause will be summarized as below:

1. To take over the business of M/s New Light Hosiery Manufacturing Works, a partnership firm with all its assets and liabilities, permits, licenses, contracts, benefits, rights and advantages as a going concern.
2. To carry on the business of manufacturers, importers and exporters, wholesale and retail dealers of and in hosiery goods and readymade garments of every kind, nature and description for men, women

and children such as socks, underwears, neckties, shoes, bows, belts, coats, scarves, kerchiefs, shirts, bushirts, trousers, blouses. baba-suits, jump suits, pajama suits, pants, workmen's clothes, uniforms for the Army, Navy, Airforce and such other personal. foundation garments for ladies' dresses, brassiers, maternity belts, knee caps, coats, panties and nighties, vests, stockings, sweaters. laces and deal in raw materials required or used in hosiery goods and to carry on the business of consultant of hosiery, readymade garments, knitting yarns. cloth and laces manufacturers and dealers.

3. To carry on the business of manufacturers, importers and exporters, wholesale and retail dealers of jewellery, ornaments, antiques, artificial jewellery and other accessories.
4. To carry on the business of dealers and manufacturers of all kinds of carpets, durries, mats, rugs, narmadas, blankets, shawls, tweeds, linens, flannels, Weavers of cotton, silk, jute, hemp and woolen cloth and doublers of linen and cloth, flex manufacturers, spinners of cotton, silk and cloth and all other such related yarn, dealers and merchants in raw cotton, jute, flex, hemp, silk and woolen, yarn and in all kinds of yarn, cloth or textile fabrics manufactured, woven or procured out of these or such other substances related thereto and all other such articles of woolen and worsted materials and of all such articles similar to the foregoing business.
5. To work as an export house and to deal in all mailers and things that an export House may be eligible under the Import, Export, Trade Control Policy, buy, sell and or otherwise deal in merchandise, commodities and articles or all kinds and to carry on business as merchants, agents, importers and exporters thereof in connection with sub clause 1 to 4 above.
6. To carry on the business of manufacturing, producing, processing, marketing, distributing, transporting, selling and dealing in all kinds of sanitary products, including but not limited to sanitary pads, diapers menstrual products, feminine hygiene products, and related accessories along with importing, exporting, collaborating, consulting, and trading in raw materials, machinery, packaging materials, and other goods related to the manufacture and sale of all kinds of sanitary pads and diapers and to research, develop, and innovate new types and varieties of sanitary pads and diapers, including eco-friendly, biodegradable, and disposable variants, in compliance with industry standards and regulations and to market, distribute, and sell sanitary pads and other related products through retail, wholesale, e-commerce platforms, and any other channels deemed suitable for the business.
7. To carry on the business of buying, selling, importing, exporting, trading, dealing in all types of paper and waste paper, including but not limited to printing paper, writing paper, cardboard, corrugated paper, recycled paper, and other related paper products, as well as collecting, sorting, and processing waste paper for resale and to engage in business concerning manufacturing, purchasing, selling, retailing, wholesaling, trading, hiring, working for hire, or handling by any means of plastic, polymer products, flexible packaging, or other similar goods, whether in the state of raw material, semi-finished, finished, or recycled products.
8. To carry on the business of manufacturing, procuring, distributing, dealing, exporting, importing, stockist and supply and act as an agent for various paper products (Fresh paper, waste paper, recycled paper, etc.), including writing paper, printing paper, packaging paper, tissue paper, specialty papers, paperboard, hardboard, corrugated paper, cardboard boxes, paper cups, plates, other disposable tableware products, wallpapers and wall coverings, file covers, stationery papers, and related office supplies, carbon papers etc. and to invest in research and development efforts to innovate and develop new paper products, improve existing products, and adapt to market trends and demands and to explore opportunities for market expansion by identifying and entering new markets, both domestically and internationally, and forming strategic alliances with business partners.
9. To carry on the business of distributor by way of establishing an extensive distribution network, encompassing retailers, wholesalers, offices, educational institutions, and industrial clients and to engage in the retail and online sale of paper products through owned or partnered retail outlets and E-commerce platforms and to engage in the production of paper pulp which is used as a raw material for various paper and paperboard products.
10. To carry on in India or elsewhere the business to provide, commercialize, control, develop, establish, handle, operate, hold, pack, organize, promote, service, supervise, represent and to act as agent,

concessionaires, consultants, booking agents or deal in all type's reusable materials through recycling operations, remediation services for decontaminating buildings, mine sites, soil, or groundwater, and dispose of garbage and other waste material.

11. To carry on business as manufacturers, traders, agents, suppliers, commission agents, super stockists, importer, exporter, buyer, seller or in any other capacity in India or elsewhere for products, commodities, services and materials in any form or shape, whether manufactured or supplied by any company, firm, association of persons, body (whether incorporated or not), government, semi-government or any local authority and barter, exchange, pledge, make advances upon or otherwise deal and trade in all type of goods and merchandise.
12. To engage in the business of trading, online commerce, e-commerce, quick commerce, and omni-channel operations, including the manufacture, sale, marketing, branding, supply, and distribution of widely used consumer products. This includes, but is not limited to, garments, gift items, stationery, publications, school essentials, travel gear, electrical goods, and home appliances.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the resolution set out at business Item No. 1 of the Postal Ballot Notice.

The Board recommends the Special Resolution as set out under Item No.1 in the Notice for approval of the Members.

Item No. 02

In order to carry out the Textile business smoothly and other business as per the object clause of the company and to meet the working Capital requirements, the Board of Directors at their meeting held on 10th March, 2025 has given their approval and recommended the same to shareholders to increase the existing limit to Rs. 25 crores as required u/s 180(1)(c) of the Companies Act, 2013 and rules made there under.

The Board has further given their approval to increase the existing limit to Rs. 25 Crores to mortgage, pledge, charge, hypothecate and/ or create security interest of every nature on moveable or immovable assets and properties of the Company to secure the due payment in respect of borrowings of the Company as required u/s 180(1)(a) of the Companies Act, 2013.

Since, it is proposed to increase the original limit to Rs. 25 Crores u/s 180(1)(a) of the Companies Act, 2013 for creating charge on the assets of the Company, it is also required to re-affirm the said limit of Rs. 25 Crores u/s 180(1)(a) of the Companies Act, 2013 for the transaction of securitization or direct assignment of cash flows, the loan assets and receivables etc. of the Company.

Hence, it is proposed to seek shareholder's approval for:

1. Increase in the limit of overall borrowing u/s 180 (1)(c) upto Rs. 25/- Crores.
2. Increase in the limit for creating charge on the assets of the Company for securing borrowings upto Rs. 25/- Crores u/s 180 (1) (a) of the Companies Act, 2013.
3. Re-affirm the limit of Rs. 25 Crores to sell, transfer and/or dispose of the loan assets and receivables of the Company through securitization or direct assignment of cash flows.

Therefore, members are requested to give their approval for agenda item no. 2 & 3 by passing special resolution.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financial

or otherwise, in the resolution set out at Item No. 2 & 3.

Item No. 03

In order to facilitate securing the borrowing availed / to be availed by the Company or subsidiary(ies) or associates of Company, by way of loans, debentures or any other securities or otherwise, in foreign currency or in Indian rupees, it is proposed to obtain the approval of the shareholders by way of a Special Resolution under Section 180(1)(a) of the Companies Act, 2013, to create charge/ mortgage/ hypothecation /pledge on the Company's assets including tangible and intangible, both present and future.

The Board has unanimously approved the above proposal at its meeting held on 10th March, 2025.

The Board of Directors recommends resolution as set out in the notice for approval of the members of the Company by way of a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the passing of the Resolution.

Item No. 04

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

In accordance with the provisions Section 186 of the Companies Act, 2013 (the 'Act'), it would be necessary to obtain the approval of the members for: -

a. making loans to any person or other bodies corporate;
b. giving guarantee or provide security in connection with a loan to any other bodies corporate or person; and acquiring by way of subscription, purchase or otherwise, the securities of any other body corporate, in excess of the limits of:

1. 60% of the paid-up share capital and free reserves and securities premium account; or
2. 100% of the free reserves and securities premium account; whichever is higher.

Considering the long-term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for enhancing the limit up to an aggregate sum of Rs. 25 crores.

No loan shall be given under this section at a rate of interest lower than the prevailing yield of one year, three-year, five year or ten-year Government Security closest to the tenor of the loan. The Board recommends passing the Special Resolution set out in Item No. 4 for the approval of members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise in the resolution except to the extent of their directorship and shareholding in the body corporate(s) in which investment may be made or loan/ guarantees may be given pursuant to this special resolution.

Item No. 05

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommended the appointment of Mr. Gurcharan Lal Makkad (DIN: 01689768), as Executive Director of the Company as per the provisions of Section 152 and 162 of the Companies Act, 2013 and Rules framed thereunder ("the Act") read with the Articles of Association of the Company. The Company has received consent and declaration in writing from Mr. Gurcharan Lal Makkad (DIN: 01689768) that he is not disqualified from being appointed as Director in terms of the provision of Section 164(1) and (2) of the Companies Act 2013. The consent and approval of the Shareholders is sought for his appointment in accordance with the provision of the Section 152 of the Act.

Further, it is informed that the proposed resolution for appointment of Mr. Gurcharan Lal Makkad, could not be approved by the shareholders of the company in the Annual General Meeting dated 23rd September, 2024 and now the Board of Directors hereby re-propose his appointment due to his vast experience, which will help the company in overall growth.

It is further informed that Mr. Gurcharan Lal Makkad, aged 80 years, has served as a member of the Board of Directors of New Light Apparels Limited for more than a Decade leading to Company's wide development and implementing improved business models and profitable market-beating growth.

The Board is of the opinion that his knowledge and experience would be of immense help for the overall progress of the company, your Directors consider that his appointment shall be in the best interest in the Company. Mr. Gurcharan Lal Makkad brings vast knowledge and is a keen strategist with considerable experience in participation in Company -wide initiatives for developing and implementing improved business models and profitable market-beating growth strategies.

Therefore, the approval of the members is required by way of Special resolution for the purpose of his appointment as a Director of the Company and to be passed as a Special Resolution.

The 'Details of Directors Seeking Appointment/Re-appointment' as required pursuant to **Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** to are given herein under:

Name	Mr. Gurcharan Lal Makkad
Directors Identification Number (DIN)	01689768
Date of Birth (age)	20/01/1945 (80 years)
Qualification	Bachelor's Degree
Expertise in Specific Area	He has experience in business development, financing deals, and corporate management. He also possesses strong leadership skills that contribute to the company's growth.
Date of first appointment on the Board of the Company	03/01/1995
Shareholding in New Light Apparels Limited as on 31 st December, 2024	6,18,620 share/ 0.71% shareholding
List of Directorship held in other companies	Nil
Membership/ Chairmanship in Committees	Nil
Relationship with other directors <i>inter-se</i>	He is Father of Mr. Sandeep Makkad, Managing Director of the Company.
Brief Resume	Mr. Gurcharan Lal Makkad, aged 80 years,

	completed his graduation from Delhi University. He is experienced in leading and growing all sectors of a business to make it dynamic and progressive organization.
Terms & Conditions of re-appointment including remuneration payable	The Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.
Number of Meetings of Board attended during the year	NA
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Well versed skills in leading and increasing the operation efficiency and leading skills for better management and smooth functioning of departments.
Listed entities from which resigned in the past Three years	New Light Apparels Limited (Date of cessation: 01/02/2024)

Except, Mr. Sandeep Makkad (DIN: 01112423), the Director of the Company no other director is concerned or interested in the Resolution to the extent of their shareholding set out at Item No. 5.

Item No. 06

The members are hereby informed that as per the Board meetings **dated 1st February, 2024** and **5th April, 2024** the board of directors of the company approved the issuance and allotment of 9,38,000 share warrants convertible into equity shares of the company to the public on preferential basis subject to approval of shareholders through special resolution.

Subsequently, the company scheduled an Extra-Ordinary General Meeting to be held on Tuesday, 05th March, 2024 and issued the EGM notice dated 09th February, 2024 to the shareholders of the company for getting the above said approved and results for the same was declared on 06th March, 2024 and the said resolution was approved by the shareholders of the company.

In relation to the same, the company has allotted the Share warrants on preferential basis on 05/03/2024 against the receipt of 25% of the upfront amount of the consideration i.e. Rs. 38,86,500 and the balance 75% of the consideration i.e. Rs. 1,19,59,500 has been received on 22nd October, 2024 by the company and the company has converted the said warrants into equity shares on 22nd October, 2024. And the disclosure for the same has been filed on BSE Limited on 22nd October, 2024.

Now, as per the Shareholder's resolution dated 05th March, 2024, the Point No. IV in paragraph no. 04th of the Item No. 04 of the Extra Ordinary General meeting i.e. *In the event the Warrant Holder does not exercise the Warrants within 3 (Three) months from the date of payment of consideration, the Warrants shall lapse and the amount paid on such Warrants shall stand forfeited by the Company.* Required clarification and interpretation to some extent.

Now, the company Clarifies the interpretation as follows:

"Here the date of payment of consideration was intended by the management of the company as 'the date of payment of full consideration' of share warrants. As the balance 75% of the consideration i.e.

Rs. 1,19,59,500 has been received by the company on 22nd October, 2024 and the company has converted the said warrants into equity shares on 22nd October, 2024. Therefore, the Warrant Holders have exercised the option to convert the warrants within 3 (Three) months from the date of payment of full consideration."

None of the Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise in the resolution except to the extent of their directorship and shareholding in the body corporate(s) in which investment may be made or loan/ guarantees may be given pursuant to this special resolution.

Place: Delhi
Date: 10th March, 2025

By order of the Board
For **New Light Apparels Limited**

Sd/-

Sandeep Makkad
Managing Director
DIN: 01112423

Regd. Office: Gc-29, Basement, Shivaji Enclave, Raja Garden,
New Delhi, New Delhi, Delhi, India, 110027