



MAHALAXMI FABRIC MILLS LIMITED

Ref: MFML/CS/Correspondence/2026-27/21

Date: September 06, 2026

To,

BSE LIMITED

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001,
Maharashtra,
India.

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Plot No. C/1, G - Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051,
Maharashtra,
India.

SCRIPT CODE: 544233

SYMBOL: MFML

Sub:- Notice of the 35th Annual General Meeting (AGM) of the Company

Dear Sir/Madam,

This is to inform you that the 35th Annual General Meeting (AGM) of the Members of Mahalaxmi Fabric Mills Limited will be held on Wednesday, September 30, 2026. at 02:30 p.m. (IST), through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In compliance with the Circulars, the Notice of the 35th AGM along with the Annual Report for the Financial Year 2025-26, has been sent only through electronic mode to those Members whose e-mail Id are registered with the Company/National Securities Depository Limited and Central Depository Services (India) Limited ("the Depositories"). A copy of the Notice of the 35th AGM along with the Annual Report for the Financial Year 2025-26 will also be available on the Company's website i.e. www.mahalaxmigroup.net/MFML; on the website of the BSE Limited and the National Stock Exchange of India Limited i.e. www.bseindia.com & www.nseindia.com, respectively and on the website of MUFG Intime India Private Limited i.e. <https://instavote.linkintime.co.in>.

Further in accordance with Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the Notice of the 35th AGM of the Company.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

FOR, MAHALAXMI FABRIC MILLS LIMITED



HILERY MASHRANI
COMPANY SECRETARY
ICSI MEMBERSHIP NO.: A79803

Encl:- Notice of the 35th Annual General Meeting of the Company

REGD. OFFICE:

MAHALAXMI HOUSE, YSL AVENUE, OPP. KETAV PETROL PUMP,
POLYTECHNIC ROAD, AMBAWADI, AHMEDABAD 380 015, INDIA.
TELEPHONE: +91-79-4000 8000 E-MAIL: mfm@mahalaxmigroup.net
CIN: L17100GJ1991PLC015345 Website: www.mahalaxmigroup.net/MFML

WORKS:

ISANPUR ROAD, NEAR NAROL CHAR RASTA, NAROL,
AHMEDABAD-382 405, INDIA
TELEPHONE: +91-79-29700531, 29700532, 29700533
E-MAIL: works@mahalaxmigroup.net

CIN:- L17100GJ1991PLC015345

Registered office:- "Mahalaxmi House", YSL Avenue, Opp. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad – 380 015, Gujarat.

Website:- <https://www.mahalaxmigroup.net/MFML>; **Ph. No.:-** 079 – 4000 8000; **E-mail Id:-** cs@mahalaxmigroup.net

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 35th Annual General Meeting ("AGM") of Mahalaxmi Fabric Mills Limited will be held, through Video Conferencing ("VC") / Other Audio-Visual Means ("OVAM"), on Wednesday, the 30th Day of September, 2026, at 02:30 p.m., to transact the following businesses:-

ORDINARY BUSINESSES:-

- 1. TO RECEIVE, CONSIDER AND IF APPROVED, ADOPT THE AUDITED (STANDALONE AND CONSOLIDATED) FINANCIAL STATEMENT OF THE COMPANY, FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026 AND THE REPORTS OF THE BOARD AND AUDITORS THEREON:-**

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

"RESOLVED THAT the Audited (Standalone and Consolidated) Financial Statement of the Company, for the Financial Year ended on 31st March 2026, consisting of the Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss, the Cash Flow Statement and Statement of Changes in Equity, for the Financial Year ended on that date and the Explanatory Notes annexed to or forming part thereof together with the Board's Report and Auditors Report thereon, be and are hereby adopted."

- 2. TO APPOINT A DIRECTOR IN PLACE OF SHRI ANAND JEETMAL PAREKH (DIN:- 00500384), WHO RETIRE BY ROTATION AT THIS AGM AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:-**

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

"RESOLVED THAT pursuant to the Provisions of Section 152 and any other applicable provisions of the Companies Act, 2013, Shri Anand Jeetmal Parekh (DIN:- 00500384), Managing Director, liable to retire by rotation at this Annual General Meeting, being eligible and willing to offer himself for re-appointment, be and is hereby re-appointed as a Managing Director of the Company."

SPECIAL BUSINESSES:-

- 3. TO APPOINT M/S. ROHIT PERIWAL & ASSOCIATES, PRACTICING COMPANY SECRETARIES, AS SECRETARIAL AUDITOR OF THE COMPANY:**

To consider and if thought fit, approve the appointment of M/s. Rohit Periwai & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company for a term of 3 (Three) consecutive years and to pass with or without modification(s), the following resolution as an **Ordinary Resolution:-**

"RESOLVED THAT pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, M/s. Rohit Periwai & Associates, Practicing Company Secretaries be and are hereby appointed as the Secretarial Auditors for the Company, to hold office for a term of three consecutive years i.e. from financial year 2026-27 to financial year 2028-29, on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

**BY ORDER OF THE BOARD OF DIRECTORS
FOR, MAHALAXMI FABRIC MILLS LIMITED**

Sd/-

HILERY MASHRANI

COMPANY SECRETARY

ICSI MEMBERSHIP NO.: A79803

DATE:- August 12, 2026

PLACE:- Ahmedabad

NOTES:-

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.
2. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
3. Since this AGM is being held through VC/OAVM, the physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of the Proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to the Notice. However, a Body Corporate Member are entitled to appoint an Authorised Representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. The Body Corporate Member intending to authorize its Representative to attend the AGM is requested to submit to the Company, a certified true copy of the Board Resolution/Authorization document, authorizing their Representative to attend and vote, on its behalf at the AGM.
4. The Register of Members and Transfer Book of the Company will remain closed from Thursday, the 24th day of September, 2026 to Wednesday, the 30th day of September, 2026 (Both days inclusive) for the purpose of 35th AGM.
5. The Company has engaged the services of MUFG Intime India Private Limited ("MUFG"), who is also a Registrar to an Issue and Share Transfer Agent ("RTA") of the Company, as the Authorized Agency for conducting the e-AGM, providing Remote E-Voting and E-voting facility for/during the AGM of the Company. The instruction for participation by the Members is given in the subsequent paragraphs.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the Quorum under Section 103 of the Act.
7. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Act, Secretarial Standard – 2 on the General Meetings and Regulation 36 of the SEBI (LODR) Regulations, 2015, in respect of the Special Businesses mentioned at Item No. 3 of the Notice is annexed hereto.
8. In compliance with the MCA Circulars and the SEBI Circulars, Notice of the AGM along with the Annual Report for the F.Y. 2025-26, is being sent only through electronic mode to those Members whose E-mail IDs are registered with the Company or National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") ("the Depositories"). The Members may note that the Notice and the Annual Report for the F.Y. 2025-26 will also be available on the Company's website i.e. <https://www.mahalaxmigroup.net/MFML>; and on the website of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") i.e. www.bseindia.com & www.nseindia.com, respectively.
9. The Notice of the 35th AGM of the Company, inter alia, indicating the process and manner of e-voting is being sent to the Members, whose e-mail IDs are registered with the Company/Depositories, for communication purposes. In case the Shareholder's e-mail ID is already registered with the Company/Depositories, login details for E-voting shall be sent on the registered E-mail IDs.
10. In case the Shareholder holding Shares in physical mode has not registered his/her E-mail ID with the Company/Depositories, He/ She may do so by sending a duly signed request letter to MUFG by providing Folio No. and Name of Shareholder at Link Intime India Private Limited (Unit:- Mahalaxmi Fabric Mills Limited), 5th Floor, 506-508, Amarnath Business Centre-I, (ABC-I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Ellisbridge, Ahmedabad – 380 009, Gujarat; Ph. No.:- 079 – 26465179; E-mail ID:- ahmedabad@in.mpsms.mufig.com.
11. In case the Shares held in demat mode, the Shareholder may contact the Depository Participant ("DP") and register the E-mail ID in the demat account as per the process followed and advised by the DP.
12. Brief resume of the Directors proposed to be appointed/reappointed, nature of expertise in functional areas, names of the Companies in which he/she hold Directorship and Membership/Chairmanship of the Board Committees and the Shareholding and other details, are hereto furnished as stipulated under Regulation 36 of the SEBI (LODR) Regulations, 2015 and other requisite information as per Secretarial Standards – 2 on the General Meetings are provided along with the Notice.
13. The SEBI vide its Master Circular dated 07th May, 2024, has mandated Listed Companies to issue securities in demat form only while processing any service requests viz. issue of Duplicate Securities Certificate; claim from Unclaimed Suspense Account;

Renewal/Exchange of Securities Certificate; Endorsement; Sub-Division/Splitting of Securities Certificate; Consolidation of Securities Certificates/Folios; Transmission and Transposition.

In view of the same and to eliminate all risks associated with physical Shares and avail various benefits of dematerialisation, the Members are advised to dematerialise the Shares held by them in physical form.

14. The Members are advised to avail the nomination facility in respect of Shares held by them pursuant to the provisions of Section 72 of the Act. The Members holding Shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, power of attorney, change of address/name, Income Tax Permanent Account Number (PAN), etc. to their DP only. Changes intimated to the DP will be automatically reflected on the Company's record which will help the Company and its RTA to provide efficient & better services. The Members holding the Shares in physical mode are requested to intimate all above mentioned changes to MUFG or the Company as soon as the change occurs.
15. The Members holding Shares in physical form and wishing to avail of the nomination facility, are requested to send the duly filled in nomination in the prescribed Form SH-13 and for cancellation/variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect with Shares held in electronic/demat form, the nomination form may be filed with the respective DP.
16. The SEBI, vide Circular No.:- SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, has made it mandatory to furnish PAN, nomination, contact details, bank account details and specimen signature, by holders of physical Securities. Folios wherein any one of the said document/details are not available on or after 01st October, 2023, shall be frozen by the Company/ RTA. The Shareholders whose Folios have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the complete documents/details as mentioned and for any payment including Dividend, interest or redemption payment only through electronic mode with effect from 01st April, 2024.
Further, the Shareholders holding Shares in physical mode were to link their PAN with Aadhaar number, by 31st March, 2023, as extended by the Central Board of Direct Taxes (CBDT). Accordingly, from 01st April, 2023 or any other date as may be specified by the CBDT, the RTA shall accept only operative PAN i.e linked with Aadhar number. The folios in which PANs are not linked with Aadhar numbers as on the notified cut-off date of 31st March, 2023 or any other date as may be specified by the CBDT, shall be frozen.
Further, as per the above Circular of the SEBI, the frozen Folios shall be referred by the RTA/Company to the Administering Authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on 31st December, 2025. Keeping the above statutory requirements in view, the Members holding Shares in physical form are requested to furnish valid PAN, nomination, contact details, bank account details and specimen signature, immediately to the RTA/Company in the required forms, to ensure that, their Folios are not frozen on or after 01st October, 2023. The Company had sent communication letters on above to respective Shareholders for submission of required documents.
17. The Members seeking any information or clarification on the accounts are requested to send in written queries to the Company, at least one week before the date of the AGM, replies will be provided in respect of such queries received in writing, only at the AGM.
18. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice can be obtained for inspection by writing to the Company at its e-mail ID:- cs@mahalaxmigroup.net, till the date of the AGM.
19. Non-Resident Indian Shareholders are requested to inform about the change in the residential status on return to India for permanent settlement, immediately to the Company or its Registrar and Share Transfer Agent or the concerned DP, as the case may be.
20. The Company has created an exclusive e-mail ID:- cs@mahalaxmigroup.net, for quick redressal of Shareholders/Investors grievances.
21. The Company is having depository arrangement with the NSDL and CDSL to facilitate the Shareholders to hold and trade the Company's Equity Shares in electronic form. Interested Shareholders can avail this facility by opening a beneficiary account with the DP. For more details, the Shareholders may contact the Company's RTA, MUFG Intime India Private Limited (Unit:- Mahalaxmi Fabric Mills Limited), 5th Floor, 506-508, Amarnath Business Centre-I, (ABC-I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Ellisbridge, Ahmedabad - 380 009, Gujarat; Ph. No.:- 079 - 26465179; E-mail ID:- ahmedabad@in.mpms.mufig.com.
22. The Board of Directors of the Company has appointed Shri Rohit Periwal, Proprietor of M/s. Rohit Periwal & Associates (Membership No.:- F12203 and CoP No.:- 22021), Company Secretary, having Office at 182, 2nd Floor, New Cloth Market, Ahmedabad-380002, Gujarat, to act as a Scrutinizer for conducting the E-voting and Remote E-voting process in a fair and transparent manner.
23. The Scrutinizer will submit his Report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the AGM shall be announced by the Chairman or any other person authorized by him immediately after the

results are declared. The results declared along with the Scrutinizer's report, will be posted on the website of the Company i.e. <https://www.mahalaxmigroup.net/MFML>; on the website of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") i.e. www.bseindia.com & www.nseindia.com, respectively; and on the website Of E-Voting Agency i.e. <https://instavote.linkintime.co.in>, immediately after the declaration of the results by the Chairman or any other person authorized by him.

24. Voting through electronic means:-

- a) The business as set out in the Notice may be transacted through electronic voting system. In compliance with the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, Secretarial Standards – 2 on the General Meetings and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means to all its Members to enable them to cast their votes electronically. The Company has made necessary arrangements with the RTA to facilitate the Members to cast their votes from a place other than the venue of the AGM (Remote E-voting).
- b) A Person whose name is recorded in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or voting at the AGM. The Persons who are not Members as on the cut-off date should treat the Notice for information purpose only.
- c) The Notice will be displayed on the website of the Company i.e. <https://www.mahalaxmigroup.net/MFML>; on the website of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") i.e. www.bseindia.com & www.nseindia.com, respectively; and on the website of E-Voting Agency i.e. <https://instavote.linkintime.co.in>.
- d) The Members who have cast their vote by Remote E-Voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- e) The Members whose names appear in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on cut-off date are entitled to vote on Resolutions set forth in the Notice. Eligible Members who have acquired Shares after the dispatch of the Annual Report and holding Shares as on the cut-off date may approach the RTA for issuance of the User ID and Password for exercising their right to vote by electronic means.
- f) The Remote E-voting period will commence at 09:00 a.m. (IST) on Sunday, the 27th Day of September 2026 and will end at 05:00 p.m. (IST) on Tuesday, the 29th Day of September 2026. During this period, the Members of the Company, holding Shares in physical form/dematerialized form, as on the cut-off date i.e. Wednesday, the 23rd Day of September 2026, may cast their vote by Remote E-Voting. The Remote E-Voting module shall be disabled by the RTA for voting thereafter.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR, MAHALAXMI FABRIC MILLS LIMITED**

Sd/-

**HILERY MASHRANI
COMPANY SECRETARY**

ICSI MEMBERSHIP NO.: A79803

DATE:- August 12, 2026

PLACE:- Ahmedabad

REMOTE E-VOTING INSTRUCTION:-

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:**Individual Shareholders holding securities in demat mode with NSDL****METHOD 1 - NSDL IDeAS facility**

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting Experience.

**METHOD 2 - NSDL e-voting website**

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility**METHOD 1 - CDSL Easi/ Easiest facility:**

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System Myeasi Tab.
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: [https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration /](https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/)
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVoteShareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "**Login**" under 'SHARE HOLDER' tab.
- b) Enter details as under:
 1. User ID: Enter User ID
 2. Password: Enter existing Password
 3. Enter Image Verification (CAPTCHA) Code
 4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "**Sign Up**" under 'SHARE HOLDER' tab & register with details as under:
 1. User ID: Enter User ID
 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in **NSDL form**, shall provide 'D' above
 - o Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit beneficiary ID.
	Shares hold in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu Section
- C. Map the Investor with the following details:
 - 1) Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) Investor's Name - Enter Investor's Name as updated with DP.
 - 3) Investor PAN' - Enter your 10-digit PAN.
 - 4) Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No.".
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
 - After successful login, you will see "Notification for e-voting".
 - Select "View" icon for "Company's Name / Event number".
 - E-voting page will appear.
 - Download sample vote file from "Download Sample Vote File" tab.
 - Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
 - Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
- (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**BY ORDER OF THE BOARD OF DIRECTORS
FOR, MAHALAXMI FABRIC MILLS LIMITED**

Sd/-

HILERY MASHRANI

COMPANY SECRETARY

ICSI MEMBERSHIP NO.: A79803

DATE:- August 12, 2026

PLACE:- Ahmedabad

ITEM NO. 3:-

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, the appointment of the Secretarial Auditor of a listed entity is required to be approved by the Members at the Annual General Meeting.

The Members of the Company, at the Annual General Meeting held in the previous financial year, had approved the appointment of M/s. Malay Desai & Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years commencing from the financial year 2025-26 up to the financial year 2029-30.

Subsequent to the aforesaid appointment, M/s. Malay Desai & Associates has tendered its resignation on July 27, 2026 as the Secretarial Auditor of the Company with effect from the financial year 2026-27 due to their pre-occupation with other professional assignments. The Board of Directors has taken note of the resignation and places on record its appreciation for the professional services rendered by the firm during its association with the Company.

Consequent to the resignation of M/s. Malay Desai & Associates, Practicing Company Secretaries, the Company proposes to appoint a new Secretarial Auditor for conducting the Secretarial Audit of the Company from the financial year 2026-27 onwards.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on July 28, 2026, after considering the qualifications, experience, expertise and eligibility of M/s. Rohit Periwal & Associates, Practicing Company Secretaries (ICSI Unique Code: S2019GJ677700), approved and recommended to the Members the appointment of M/s. Rohit Periwal & Associates as the Secretarial Auditor of the Company for a term of three (3) consecutive financial years commencing from the financial year 2026-27 and ending with the financial year 2028-29, on such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditor from time to time.

M/s. Rohit Periwal & Associates is a firm of Practicing Company Secretaries providing professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations and allied corporate compliances, including Secretarial Audits, Due Diligence Audits and Compliance Audits. The firm is Peer Reviewed by the Institute of Company Secretaries of India and possesses the requisite experience and expertise to undertake the Secretarial Audit of listed companies.

Pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Listing Regulations, the Company has received the written consent, certificate of eligibility and other requisite confirmations from M/s. Rohit Periwal & Associates, confirming that they satisfy the criteria prescribed under the applicable laws and are eligible for appointment as the Secretarial Auditor of the Company.

Further information in respect of **M/s. Rohit Periwal & Associates** is provided below:

Sr. No.	Particulars	Details
1	Number of years of experience of the individual / Firm proposed to be appointed as Secretarial Auditor	(a) In carrying out Secretarial Audit of companies or other body corporates: over 7 years. (b) In providing other services (compliance, filings etc. to companies or other body corporates: over 7 years
2	Details of orders passed against the proposed Secretarial Auditor by ICSI/SEBI/MCA/any other competent authority / Court, both in India or outside India, in past 5 (five) years	No Orders have been passed against M/s. Rohit Periwal & Associates by ICSI/SEBI/MCA/any other competent authority / Court, both in India or outside India, in past 5 (five) years.
3	Whether proposed Secretarial Auditor has rendered any services as prohibited under SEBI Circular dated 31st December, 2024 directly or indirectly to the Company or subsidiary or any associate? If yes, then provide details and actions, if any taken against the Firm	No. M/s. Rohit Periwal & Associates have not rendered any of the prescribed services directly or indirectly to the Company or its holding company or subsidiary or any associate.
4	Disclosure of % of non-audit fees, paid/payable to the proposed Secretarial Auditor or/and its associate concerns, over audit fees paid/payable to the said auditor	Not Applicable

Sr. No.	Particulars	Details
5	Past association (name and number of years to be disclosed) of the proposed Secretarial Auditor with: (i) Promoter / Promoter Group during the last 3 years (ii) Group companies (holding, subsidiary, associate, joint ventures) of the listed entity during the last 3 years.	Not Applicable
6	Rationale of the Board of Directors for recommending the individual / Firm with past orders, if applicable, against them for appointment as Secretarial Auditor.	Not Applicable

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for the approval of the Members.

1. DISCLOSURE RELATING TO APPOINTMENT/REAPPOINTMENT OF DIRECTOR IN THIS AGM PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR), REGULATIONS, 2015 AND SECRETARIAL STANDARDS – 2 ON THE GENERAL MEETINGS:-

Name of the Director	Shri Anand Jeetmal Parekh
Director Identification Number (DIN)	00500384
Date of Birth	07-06-1976
Qualification	Chartered Accountant
Date of first appointment	25-07-2000
Brief resume and nature of expertise and experience in specific functional area	Shri Anand Jeetmal Parekh is a second generation entrepreneur and joined the Company in 2008 on the Board of the Company and is responsible for the Company's diversification into other categories of business. He is a Chartered Accountant by training. He looks after Textile Processing and Exports. Adept at managing all the production, financial and market requirements. Presently he is a Managing Director of the Company.
Remuneration last drawn	Nil
Number of Meetings of the Board attended during the Financial Year 2025-26	08 (Eight)
Shareholding in the Company including shareholding as a beneficial owner as on date of notice.	17,05,676 number of equity shares of Rs. 10/- per share face value
Disclosure of relationship between Directors inter-se	Son of Shri Jeetmal B. Parekh (Director) and Brother of Shri Rahul Jeetmal Parekh (Director)
Name of Listed Entities in which the Person also holds Directorship	1. Mahalaxmi Rubtech Limited 2. Mahalaxmi Fabric Mills Limited 3. Globale Tessile Limited
Membership of Committees of the Board along with Listed Entities from which the Person has resigned in the past three years	Mahalaxmi Rubtech Limited:- 1. Chairman of Risk Management Committee 2. Member of Audit Committee 3. Member of Stakeholder Relationship Committee 4. Member of Share Transfer Committee 5. Member of Corporate Social Responsibility Committee Mahalaxmi Fabric Mills Limited:- 1. Chairman of Risk Management Committee 2. Member of Audit Committee 3. Member of Stakeholder Relationship Committee 4. Member of Share Transfer Committee 5. Member of Corporate Social Responsibility Committee

MAHALAXMI FABRIC MILLS LIMITED

	Globale Tessile Limited:-
	1. Chairman of Risk Management Committee
	2. Member of Audit Committee
	3. Member of Stakeholder Relationship Committee
	4. Member of Share Transfer Committee
	5. Member of Corporate Social Responsibility Committee

**BY ORDER OF THE BOARD OF DIRECTORS
FOR, MAHALAXMI FABRIC MILLS LIMITED**

Sd/-

HILERY MASHRANI

COMPANY SECRETARY

ICSI MEMBERSHIP NO.: A79803

DATE:- August 12, 2026

PLACE:- Ahmedabad