MAHAALAXMI TEXPRO LIMITED

(Formerly Known as Abhishek Corporation Limited)
Registered Office: Gat No. 148, Tamgaon, Kolhapur-Hupari Road,Tal. Karveer, Kolhapur 416 234, India
Ph.: +91-231-2676191, Fax:+91-231-2676194 Website: www.mahaalaxmitexpro.com
Email: investor.mahaalaxmitexpro@gmail.com CIN: L51491PN1993PLC073706

Bombay Stock Exchange Limited	**National Stock Exchange of India Limited**
Floor I, Rotunda Building, Dalal Street,	**"Exchange Plaza", Bandra –Kurla Complex,**
Mumbai 01	**Bandra (East),Mumbai 400051**
Kind Attn: Department of Corporate Services	**Kind Attn: Listing Department**
BSE Code: 532831	**NSE Code: ABHISHEK**
FAX No. 022-22722039/37	**FAX No. 022-26598238/26598348**

Dear Sir/Madam,

Sub: Notice of 33rd Annual General Meeting

We are enclosing herewith notice of thirty-third (33rd) Annual General Meeting (AGM) of Mahaalaxmi Texpro Limited ("the Company") scheduled to be held on Wednesday, 30th September, 2026 at 11.00 a.m. through Video Conferencing / Other Audio Visual Means, without physical presence of the members at a common venue.

The said notice is also available on the website of the Company at www.mahaalaxmitexpro.com.

Kindly take same on record.

Thanking You
For Mahaalaxmi Texpro Limited

Nasima Arif Kagadi Digitally signed by Nasima Arif Kagadi

Nasima Kagadi
Company Secretary & Compliance Officer

NOTICE

Notice is hereby given that thirty Third (33rd) Annual General Meeting ("AGM") of members of **"Mahaalaxmi Texpro Limited"** (Formerly known as Abhishek Corporation Limited) (CIN L51491PN1993PLC073706) ("the Company") will be held on Wednesday, September 30, 2026 at 11.00 a.m. through video conferencing ("VC") / other Audio-Visual mean ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 the Reports of the Directors and Auditors thereon.

2. To appoint a director in place of Mrs. Madhubala Deepak Choudhari (DIN 08180531), who retires by rotation and, being eligible, offers herself for re-appointment.

3. To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to Sections 139, 142 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act 2013 read with rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. ARNA & Associates, Chartered Accountants, Kolhapur (Registration No.122293W), be and is hereby Re-appointed as the Statutory Auditors of the Company for the second term of five years commencing from the conclusion of this 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting at a remuneration to be fixed by the Audit Committee and/or Board of Directors of the Company,"

SPECIAL BUSINESS:

4. **Appointment of Mr. Prathamesh Mukund Gaikwad (DIN: 09750896) as a Non-Executive Independent Director of the company.**

   To consider and approve the appointment of Mr. Prathamesh Mukund Gaikwad (DIN: 09750896) as a Non-Executive Independent Director & if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION:**

   "RESOLVED THAT pursuant to the provisions of Sections 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 & the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and LODR regulation Mr. Prathamesh Mukund Gaikwad (DIN: 09750896) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 14th August, 2026 and who holds office up to the date of this General Meeting of the Company in terms of Section 161 (1) of the Companies Act,2013("Act"),but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company."

   "RESOLVED FURTHER THAT pursuant to the provisions of Section 149,152 and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules,2014 read with Schedule IV to the Act, as amended from time to time and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015, as amended from time to time, appointment of Mr. Prathamesh Mukund Gaikwad (DIN: 09750896), who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from 14th August,2026 be and is hereby approved."

5. **Re-appointment of Mr. Deepak Chaganlal Choudhari (DIN: 03175105) as a Managing Director of the Company**

   To consider and approve the re-appointment of Mr. Deepak C. Choudhari (DIN:03175105) as a Chairman and Managing Director for the period of three years 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 Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with the Articles of Association of the Company, the recommendation of the Nomination and Remuneration Committee, and the approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded to the re-appointment of **Mr. Deepak Chaganlal Choudhari (DIN: 03175105)** as the Managing Director of the Company, for a period of three (3) years with effect from March 15, 2027, on the terms and conditions that no remuneration shall be payable to him by way of salary, perquisites, or any other allowances during any financial year of the Company where the Company has no profits or adequate profits;

PROVIDED THAT in any financial year during the aforesaid tenure in which the Company makes adequate profits or profits, the Board of Directors (or a Committee thereof) be and is hereby authorized to pay remuneration to Mr. Deepak Chaganlal Choudhari by way of salary, allowances, perquisites, commission, or any combination thereof, as recommended by the Nomination and Remuneration Committee and approved by the Board, subject to the overall limits prescribed under Section 197 and Schedule V of the Companies Act, 2013, or any statutory modification or re-enactment thereof;

PROVIDED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the said tenure, the remuneration (if any specifically approved for such period under Schedule V) shall be paid in accordance with the limits and conditions laid down in Schedule V of the Companies Act, 2013,

RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof be and is hereby authorized to alter, vary, modify, or amend the terms and conditions of the said re-appointment and/or remuneration, from time to time, as may be agreed upon between the Board and Mr. Deepak Chaganlal Choudhari, within the limits specified under the Companies Act, 2013, or any amendments thereto.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, as it may in its absolute discretion deem necessary, proper, or desirable, and to settle any question, difficulty, or doubt that may arise in regard to the re-appointment of the Managing Director."

6. **Approval of Material Related Party Transaction with Mahaalaxmi Textile**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the Company's Policy on Related Party Transactions (including any statutory modifications or re-enactments thereof), the approval of the shareholders be and is hereby accorded to the Board of Directors ("the Board") to enter into contracts, arrangements, or transactions with **Mahaalaxmi Textile** (a 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations) for the financial years 2027-28, 2028-29, and 2029-30, up to the maximum annual limits specified below:

Sr. No.	Transaction	Maximum Amount in a Financial Year (In Crores)
1	Purchase and sale of Goods, Services and other asset	10
2	Borrowing of unsecured loan and payment of interest thereon	10

PROVIDED THAT the said contracts, arrangements, or transactions are entered into in the ordinary course of business and on an arm's length basis.

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors, and to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution."

By order of the Board of Directors
For **Mahaalaxmi Texpro Limited**

Nasima Kagadi
Company Secretary & Compliance Officer
M. No. - 70341

Date : 1st September, 2026
Place : Kolhapur

NOTES FOR MEMBER'S ATTENTION :

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 03/2025 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. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. 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 Companies Act, 2013.

4. In terms of the provisions of Sections 112 and 113 of the Act read with the said aforesaid MCA Circulars, Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are entitled to appoint their authorized representatives to attend the AGM through VC/ OAVM on their behalf and participate there at, including cast votes by electronic means (details of which are provided separately in this notice). Such Corporate Members are requested to refer 'General Guidelines for Shareholders' provided in this notice, for more information.

5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") and as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 setting out material facts in relation to the special business of the Notice, is annexed hereto. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings, relevant details of Mrs. Madhubala Choudhari, Director retiring by rotation and proposed for re-appointment is provided in the Annexure I to this Notice.

6. Since this AGM is being held pursuant to the aforesaid MCA circulars and SEBI circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

7. The members, seeking any information with regard to the accounts or any matter to be placed at the AGM or having any questions in connection with the matter placed at AGM, are requested to send email to the Company on or before 21st September 2026, on investor.mahaalaxmitexpro@gmail.com. The same will be replied suitably.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13,2020, notice together with the Annual Report will be sent through electronic mode only to those members whose email ids are registered with the RTA of the Company / Depository Participant. The copy of the notice of 33rd AGM and Annual Report 2025-26 will also be uploaded on the company's website www.mahaalaxmitexpro.com and website of the BSE Limited at www.bseindia.com and website of National Stock Exchange of India Limited (NSE) www.nseindia.com and on the website of NSDL www.evoting.nsdl.com.

   Members of the Company holding shares either in physical form or in Dematerialized form as on 28th August, 2026 will be sent Annual Report for the financial year 2025-26 and notice of 33rd Annual General Meeting through electronic mode.

9. As required under Regulation 36(1)(b) of the Listing Regulations, a letter, providing web-link, including the exact path, where complete details of Annual Report will be available, is being sent to the members through post / courier who have not registered their email addresses with the RTA / Company / Depository Participants ('DPs').

10. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

11. No dividend has been declared since many years hence in terms of Section 124 (6) of the Companies Act, 2013 and Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016 there are no unclaimed /unpaid dividend needs to be transferred to the Investors Education and Protection Fund during the year 2025-26.

12. NRI Members are requested to:
    i) change their residential status on return to India permanently.
    ii) furnish particulars of bank account(s) maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code No., if not furnished earlier.
13. Members holding shares under different Folio Nos. in the same names are requested to apply for consolidation of folios and send relevant original share certificates to the Company's RTA for doing the needful.
14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice. The deemed venue for the AGM will be the Registered Office of the Company
15. Members who wish to inspect statutory registers will be available electronically for inspection by the members during the AGM. All documents referred to in the notice will also be available for electronic inspection without any fee by the members from the date of circulation of this notice up to the date of AGM i.e. 30th September, 2026.
16. Shareholders who have still not registered their E-mail ID are requested to get their E-mail ID registered as follows:

    Shareholders holding Shares in Physical Mode: Such Shareholders are requested to register their E-mail ID with the Registrar and Share Transfer Agent ("RTA") of the Company viz. MUFG Intime India Private Limited by sending request to Company's RTA on mumbai@in.mpms.mufg.com. Or to the Company at investor.mahaalaxmitexpro@gmail.com. The said request be accompanied with Form ISR-1 for KYC updation.

    Shareholders holding Shares in Dematerialized Mode: Such Shareholders are requested to register their e-mail ID with the relevant Depository Participant(s). In case of any queries/difficulties in registering the e-mail address, Shareholders may write to RTA at mumbai@in.mpms.mufg.com. Or to the Company at investor.mahaalaxmitexpro@gmail.com.
17. SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing 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. Accordingly, while making any service request, Members are requested to submit duly filled and signed Form ISR - 4, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agents. It may be noted that any service request can be processed only after the folio is KYC Compliant.

    As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, transfer of equity shares can be made only in dematerialised mode. Hence, members holding shares in physical form are requested to consider converting their holdings to dematerialized form at earliest. Members can contact the Company or Company's Registrars and Transfer Agent in case of any queries in this regard.
18. Vide SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16,2023 ("SEBI Circulars"), it is mandatory for the physical shareholders to update PAN, Address, Email ID, Mobile No., Bank account details (KYC details) and Nomination details with Registrar and Transfer Agent (RTA) / Company. The RTA/ Company had sent Form ISR-1 for KYC Updation, ISR-2 for bank details and Form SH-13/SH-14 in respect of nomination to physical shareholders whose KYC were not updated.

    Please note that as per said SEBI circulars, from January, 1, 2022, the RTA shall not process any service requests or complaints received from the shareholders till PAN, KYC & Nomination documents/details are received. Form ISR-1, ISR-2, SH-13/SH-14 are also available on the website of the Company at https://www.mahaalaxmitexpro.com/forinvesters.html and on the website of RTA.

    Those physical shareholders who have not yet submitted Form ISR-1, ISR-2, SH-13/SH-14 are requested to submit the same to RTA/Company at earliest.

    Those shareholders who are holding shares in dematerialised mode are requested to ensure that aforesaid KYC details and nomination are updated with their depository participants.
19. As per the provisions of Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended and the aforesaid SEBI Circular, the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or Form SH-14 as the case may be. The said forms can be downloaded from the Company's website available under 'Investors' section. Members are requested to submit these details to their DP in case the shares are held in electronic form, and to the RTA of the Company in case the shares are held in physical form

20. **Voting through electronic means**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

General Instructions:

1. The remote e-voting period begins on Sunday, 27th September, 2026 at 9.00 a.m. (IST) and ends on Tuesday, 29th September, 2026 at 5.00 p.m. (IST). the Company has fixed 23rd September, 2026 as the "cut-off date" to determine the eligibility to vote by remote e-voting or e-voting at the AGM. A person whose name is recorded in the Register of Members maintained by the depositories as on the cut-off date, i.e. 23rd September, 2026, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. The remote e-voting module shall be disabled by NSDL for voting after 5.00 p.m. (IST) on Tuesday, 29th September, 2026. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM. The voting rights of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off Date.
2. Mr. Shrenik Nagaonkar, Proprietor of M/s. Shrenik Nagaonkar & Associates, Practicing Company Secretaries (Membership No.: F7067; CP No: 11682), has been appointed as a Scrutinizer to scrutinize the remote e-voting process and e-voting at AGM in a fair and transparent manner.
3. The members who have cast their vote by remote e-voting may also attend the AGM through VC/ OAVM but shall not be entitled to cast their vote again.
4. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."
5. The voting rights of Members shall be in proportion to their shares in the paid-up equity shares capital of the Company as on the cut-off date i.e. Tuesday, 23rd September, 2026.
6. The Scrutinizer shall submit his consolidated report to the Chairman within 2 working days from the conclusion of the AGM.
7. The result declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.mahaalaxmitexpro.com and on the website of NSDL at www.evoting.nsdl.com and shall simultaneously be communicated to the BSE Limited and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Wednesday, 30th September, 2026.

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 and joining virtual meeting 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**	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. 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 or joining virtual meeting & voting during the meeting. 3. 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.jsp 4. 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 or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. App Store Google Play **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 or joining virtual meeting & voting during the meeting.

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 CSDL**

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 e-Voting and joining virtual meeting 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 user 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 csshrenik@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. Suketh Shetty 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 investor.mahaalaxmitexpro@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 investor.mahaalaxmitexpro@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 and joining virtual meeting 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.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. TThe procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system.** After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor.mahaalaxmitexpro@gmail.com. The same will be replied by the company suitably.
6. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

ITEM No. 3 APPOINTMENT OF M/S ARNA & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITOR OF THE COMPANY:

DISCLOSURE UNDER COMPANIES ACT, 2013

In pursuance of Section 139,142 of the Companies Act, 2013 and Rule 3 of the Companies (Audit and Auditors) Rules, 2014, First Term of Statutory Auditor of the company i.e. M/s. ARNA & Associates will expire on conclusion of ensuing AGM.

Hence it is required to reappoint the statutory Auditor .M/s ARNA & Associates has been statutory auditors of large listed companies to cross section of industries and carries a good professional track record. The Audit Committee having considered various parameters like capability to serve a large organization; audit experience; the audit team; market standing of the firm; clientele served; technical knowledge etc. have recommended the re-appointment of M/s ARNA & Associates to the Board of Directors of the Company, which the Board has accepted and recommended for the approval of the Members.

The proposed fee as mentioned below is based on knowledge, expertise, industry experience, time & efforts required to be put in by M/s ARNA & Associates.

None of the Directors, Key Managerial Personnel and their relatives thereof are, in any way, concerned or interested financially or otherwise in the said resolution. The Board accordingly recommends the resolution set out at item no. 3 of this Notice for your approval.

DISCLOSURE UNDER REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Proposed statutory audit fee payable to auditors	₹ 1,10,000 plus taxes subject to the revision annually by the board.
Terms of appointment	M/s ARNA & Associates, Chartered Accountants are recommended for re-appointment for a further term of Five years commencing from the conclusion of this 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting.
Material change in fee payable	There is not material changes in fees of statutory Auditor
Basis of recommendation and auditor credentials	The recommendations are based on the fulfillment of the eligibility criteria prescribed by SEBI Regulations and the Companies Act, 2013 with regard to statutory and audit experience, capability, independence assessment. ARNA Firm is one of the oldest professional services firms. The audit firm has valid Peer Review certificate. M/S ARNA & Associates is primarily engaged in providing audit and assurance services to its clients.

ITEM No. 4

In Accordance with the provisions of Section 161 of the Companies Act, 2013 Mr. Prathamesh Mukund Gaikwad was appointed as additional director on 14th August,2026.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Prathamesh Mukund Gaikwad holds office up to the date this General Meeting. In this regard the Company has received request in writing from a member of the company proposing for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of this director on the Board is desirable and would be beneficial to the company and hence recommend resolutions No. 4 for adoption.

Further he has submitted a declaration that he meets the criteria for Independent Director as provided in Section 149 (6) of the Act and Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Hence it is proposed to appoint Mr. Prathamesh Mukund Gaikwad as Independent Directors for a period of 5 (Five) consecutive years from the date of their first appointment in the Company.

In the opinion of the Board, Mr. Prathamesh Mukund Gaikwad is a person of integrity, possesses the relevant expertise and experience, fulfill the conditions specified in the said Act and the rules made there under and is independent of the management of the Company. The Board accordingly recommends the resolution at Item No.4 of this Notice for the approval of the Members as special Resolution.

Brief details of Mr. Prathamesh Mukund Gaikwad as required under Regulation 36(3) of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings, are furnished in Annexure - I to this Notice.

Mr. Prathamesh Mukund Gaikwad is interested in his respective appointment. Save and except above, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 4 of the accompanying Notice for the approval of the members of the Company.

Further Mr. Prathamesh Gaikwad is not debarred from holding the office of Director by virtue of any order of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (SEBI) or any other authority.

ITEM No. 5

Mr. Deepak Chaganlal Choudhari (DIN: 03175105) was previously appointed as the Managing Director of the Company for a tenure of three (3) years with effect from March 15, 2024. His current term of office is scheduled to expire on March 14, 2027.

Taking into consideration his leadership, extensive experience, and contributions to the operational growth of the Company, the Nomination and Remuneration Committee ('the Committee'), at its meeting held on September 01, 2026, reviewed and recommended his re-appointment. Acting upon this recommendation, the Board of Directors, at its meeting held on September 01, 2026, approved the re-appointment of Mr. Deepak Chaganlal Choudhari as the Managing Director of the Company for a further period of three (3) years, commencing from March 15, 2027, subject to the approval of the Members.

Remuneration Structure & Regulatory Compliance:

- **Present Structure:** At present, no fixed remuneration, salary, perquisites, or allowances are proposed to be paid to the Managing Director.
- **Profit-Linked Remuneration:** In the event that the Company generates adequate profits during his tenure, the Board (or a Committee thereof), upon recommendation of the Committee, reserves the liberty to determine and pay remuneration/commission within the prescribed limits of Section 197 of the Act.
- **Absence or Inadequacy of Profits:** In compliance with Section 197 read with Schedule V of the Companies Act, 2013, out of abundant caution and to address any potential absence or inadequacy of operational profits during the 3-year tenure, the approval of the Members by way of a Special Resolution is being sought.

Other Statutory Disclosures:

- **SEBI / Authority Compliance:** Mr. Deepak Chaganlal Choudhari is not debarred or disqualified from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India (SEBI) under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any other statutory authority.
- **Interest of Directors and KMPs:** Save and except **Mr. Deepak Chaganlal Choudhari** (being the appointee) and his spouse, **Mrs. Madhubala Deepak Choudhari** (Director of the Company), none of the Directors, Key Managerial Personnel (KMPs) of the Company, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the passing of this Resolution.

The Board of Directors considers that the continued association of Mr. Deepak Chaganlal Choudhari will be of immense benefit to the Company and therefore recommends the **Special Resolution** set out at **Item No. 5** of the accompanying Notice for approval by the Members.

Sl. No.	Description	Mr. Deepak Chaganlal Choudhari
1.	Period of Appointment	Three years from March 15, 2027 to March 14, 2030
2.	Salary	Considering the financial position of the company Mr. Deepak Choudhari has opted not to withdraw any salary. However, during his tenure if Company's financial performance improves then Board may pay him salary within the limits prescribed under the Companies Act 2013

The following additional detailed information as per Section – II of Schedule V is as follows:

I General Information:	
(a) Nature of industry	Textile
(b) Date or expected date of commencement of commercial production.	The Company was incorporated on September 01, 1993 and is a listed company.
(c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

(₹ in Lakhs)

(d) Financial performance based on given indicators.

Particulars	2025-26	2024-25
Revenue from Operations	--	462.21
Other Income	8.03	331.49
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	(84.31)	(276.67)
Less: Depreciation/ Amortisation/ Impairment, Finance Costs	51.23	243.69
Profit /loss before Exceptional items and Tax Expense	(135.54)	(520.36)
Add/(less): Exceptional items	-	2008.16
Profit /loss before Tax Expense	(135.54)	(2528.52)
Less: Tax Expense (Current & Deferred)	-	-
Profit /loss for the year	(135.54)	(2528.52)

(e) Foreign investments or collaborators, if any	Not applicable

II. Information about the appointee:	
(a) Background details	Commerce Graduate from Shivaji University, Kolhapur and has over 25 years of experience in Yarn Manufacturing and Fabric Processing Business.
(b) Past remuneration	NIL. Considering the financial position of the company he opted not to withdraw any salary.
(c) Recognition or award	Not applicable.
(d) Job profile and his suitability	He has been looking after production and administration of the company since August 2018 and with his expertise and knowledge Company could revived and turnover of the company has been increased gradually.
(e) Remuneration proposed	Considering the financial position of the company Mr. Deepak Choudhari has opted not to withdraw any salary. However, during his tenure if Company's financial performance improves then Board may pay him salary within the limits prescribed under the Companies Act 2013.
(f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by Mr. Deepak Choudhari in respect of enhancement of the business activities of the Company the proposed remuneration is miniscule. Commensurate with Industry standards and Board level positions held in similar sized companies, the remuneration proposed is very low.

(g) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Deepak Choudhari is a Director in the following other companies: i. Mahaalaxmi Corp-Tex Private Limited ii. Siddarth Emporium India Priavte Limited iii. Sharad Cotspin Private Limited. iv. Manibhadra Polycot Private Limited v. Girnar Spintex Industries Limited Mr. Deepak Choudhari is husband of Mrs. Madhubala Deepak Choudhari who is Director of the company.

III. Other information:	
(a) Reasons of loss or inadequate profits	The company was in liquidation since many years. The Company is trying start its operation by new revival plans. Due to liquidation proceedings along with Liquidity crunches affected the overall financials of the company.
(b) Steps taken or proposed to be taken for improvement	It is proposed to form new restructuring business concept to grow the empire of the company.
(c) Expected increase in productivity and profits inmeasurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits in a significant way in the next 2 years with new startup concept.

ITEM No.6

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors of the Company and approval of the members of the Company, in case value of certain transactions with related parties exceeds threshold limit as specified in the said Rules. However, the aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

Pursuant to Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), approval of the members is required for all material related party transactions, even if they are entered into by the Company in the ordinary course of business and on arm's length basis. Under Listing Regulations, a transaction with Related Party is considered to be material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a Financial Year with Related Party exceed 10% of the annual turnover of the Company, as per the last audited financial statements of the Company.

The Company is in the business of manufacturing and sale of Yarn and these related parties are into textile business since long period and these related parties have good presence and brand in textile market. Cotton is a key raw material in the Company's business operations. The company may enter into following transactions with related parties.

Sr. No.	Transaction
1	Purchase and sale of Goods, Services and other asset
2	Borrowing of unsecured loan and payment of interest thereon

The value of which may exceed threshold limits specified in the Listing Regulations. Company may execute transactions with any one or all the parties considering the business situation. The Audit Committee and Board of Director has granted approval for the said related party transactions at its meeting. The approval of members of the Company is being sought for proposed material related party transactions specified in the resolutions for Financial Years 2027-28,2028-29 & 2029-30.

Name of Related Party	Name of the director or key managerial personnel who is related, if any;	Nature of relationship	Nature, material terms, monetary value and particulars of the contract or arrangement	The material terms of the contract or arrangement including the value, if any
Mahaalaxmi Textile	Mr. Deepak Choudhari (CMD)	Mr. Deepak Choudhari is a partner of Mahaalaxmi Textile. Mr. Deepak Choudhari is a spouse of Mrs. Madhubala Choudhari	The salient features of proposed transactions including value are specified in the resolution and the transactions will be on continuous basis. The transactions will be in the ordinary course of business and on arm's length basis. The Price for the transaction will be agreed to by both parties based on estimated total cost and risk and returns considering prevalent market conditions.	As per Resolution

A. Minimum information to be provided to the Shareholders for approval of Related Party Transactors:

A (1)	Basic details of the related party	
Sl. No.	**Particulars of the information**	**Information provided by the Management**
1	Name of the Related Party	Mahaalaxmi Textile
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Manufacturing and trading of Textile products

A (2)	Relationship and ownership of the related party	
1	Relationship Between the listed entity /subsidiary (in case of transaction involving the subsidiary) and the related party –including nature of its concern (financial or otherwise) and the following:	Mahaalaxmi Textile is a partnership firm and a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1) (zb) of the SEBI Listing Regulations. Mr. Deepak Chaganlal Choudhari, Chairman & Managing Director of the Company, is a partner of Mahaalaxmi Textile. Further, Mahaalaxmi Textile holds 16,80,000 equity shares in the Company, representing approximately 49.86% of the paid-up equity share capital of the Company. Mahaalaxmi Textile was also the Successful Bidder pursuant to the insolvency/liquidation process under which the Company was acquired as a going concern.
2	Shareholding of the listed entity Whether direct or indirect, in the related party	NIL
3	where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution if any, made by the listed entity (₹ in lakhs)	NIL

4	shareholding of the related party with the direct or indirect, in the listed entity	a) Direct Shareholding i) Mahaalaxmi Textiles – 16,80,000 Equity Shares(49.86%) b) Indirect Shareholding i) Deepak Choudhari- Equity Shares 13,50,000 (40.06%) ii)Madhubala Choudhari -Equity Shares 1,70,035 (5.05%)

A (3)	Financial performance of the related party	
1	Standalone turnover of the related party for each of the last three financial years: FY 2023-24: FY:2024-25: FY 2025-26	 NIL NIL NIL
2	Standalone net worth of the related party for each of the last three financial years: FY 2023-24: FY 2024-25: FY 2025-26:	 30,25,56,763/- 5,74,84,306/- 4,70,95,236/-
3	Standalone net profit of the related party for each of the last three financial years: FY 2023-24: FY 2024-25: FY 2025-26:	 49,537/- -4,99,89,850/- -80,93,070/-

A (4) Details of previous transitions with the related party			
	2023-24		
	Sr. No.	Nature of transactions	(Amount in INR ₹)
1 Total amount of all the transactions undertaken by the listed entity with the related party during the last three financial year.	1	Loan taken From Related Party	33,79,85,006/-
	2	Share Subscription Amount Received	3,20,00,000/-
	3	Provision On Interest of Loan taken	1,64,99,517/-
	2024-25		
	1	Loan Taken From Related Party	4,05,00,000/-
	2	Repayment of Loan	30,82,02,100/-
	3	Reversal of Interest on Loan Provision	1,64,99,517/-
	2025-26		
	1	Loan Taken From Related Party	00
	2	Repayment of Loan	72,96,000/-
	3	Reversal of Interest on Loan Provision	00
	4	Reversal of payment provision	10,18,214/-
2 Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Company has already got an approval up to 31.03.2027, further company is now extending the period of 3 Years.		
3 Whether prior approval of Audit Committee has been taken for the above-mentioned transactions?	Yes		

4	Any default, any, made by a related party concerning any obligation undertaken by it under a transactions or arrangement entered into with the listed entity during the last financial year	No

A (5)	Amount of the proposed transactions (All types of transactions taken together)	
1	Total Amount of all the proposed transactions being placed for approval in the meeting of the Audit committee/ shareholders.	10 Crores
2	Whether the Proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transactions a material RP	Yes
3	Value of the proposed transactions as a percentage of the listed entity annual consolidated turnover for the immediately preceding financial year	Annual consolidated turnover for the immediately preceding financial year turnover of the company is NIL hence the percentage cannot be derived.
4	Value of the Proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transactions involving the subsidiary and where the listed entity is not a party to the transactions)	Annual consolidated turnover for the immediately preceding financial year turnover of the Partnership firm is NIL hence the percentage cannot be derived.
5	Value of the Proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Annual consolidated turnover for the immediately preceding financial year turnover of the Partnership firm is NIL hence the percentage cannot be derived.
6	Financial performance of the related party for the immediately preceding financial year:	₹ In Rupee
7	Turnover	NIL
8	Profit after tax	(80,93,070/-)
9	Net Worth	4,70,95,236/-

B :

B (1)	Basis details of proposed transactions		
1	Specific type of the proposed transactions (e.g. sale of goods/services, purchase of goods/services, giving loan, Borrowing etc.)	Purchase and sale of Goods, Services and other asset alongwith Borrowing of unsecured loan and payment of interest thereon.	
2	Details of each type of the proposed transactions	As above	
3	Tenure of the Proposed transactions (tenure in number of years or months to be specified)	3 Years	
4	Indicative date/timeline for undertaking the transaction	For quarter end	
5	Whether Omnibus approval is being sought?	No. Omnibus approval is not being sought from shareholders. The proposed Transactions are being placed before the shareholders for approval under Regulation 23 of SEBI (LODR) Regulations for a period of three financial years	
6	Value of the Proposed transactions during a financial year. In case approval of the Audit Committee is sought for multi-year contract, also provide the aggregate value of the transaction during the tenure of the contract	Purchase and sale of Goods, Services & other asset	Rs. 10 Crores per year
		Borrowing of unsecured loan and payment of interest thereon	Rs. 10 Crores per year

7	Whether the RPTs proposed to be entered into are: a. not prejudicial to the interest of public shareholders, and going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Yes
8	Provide clear Justification for entering into RPT demonstrating how the proposed RPT serves the best interest of the listed entity and its public shareholders.	The proposed Related Party Transaction is in the best interests of the Company and its public shareholders as it supports the Company's operational and business requirements. The Company requires funds for its day-to-day operations and working capital requirements. Borrowing from the Related Party provides the Company with timely access to funds and enables it to meet its financial requirements without undue reliance on external sources of finance. Further, the Related Party is engaged in the textile business, which provides the Company with an established business network and ready market for purchase and sale of its products and services. This facilitates business operations, strengthens market access and may reduce the Company's dependence on external business channels. Accordingly, the proposed RPT is commercially beneficial to the Company, supports its business and financial requirements, and is considered to be in the best interests of the Company and its public shareholders.
9	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transactions, whether directly or indirectly:- a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	 Mr. Deepak Choudhari 25% Mrs. Madhubala Choudhari 5.05%
10	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP b. Shareholding of the director / KMP/partner , whether direct or indirect, in the listed entity	 Mr. Deepak Choudhari a) Direct Shareholding i) Deepak Choudhari - 40.06% ii) Madhubala Choudhari – 5.05% b) Indirect Shareholding i) Mahaalaxmi Textiles – 49.86% ii) Madhubala Choudhari – 5.05%
11	A copy of the valuation or other external party report, if any, shall be placed before the Audit committee	Transaction will be carried out on arm's length basis, at market price and in ordinary course of business. If required then certificate from external agency will be placed before audit committee
12	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.

B (2): Additional Information	
Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transactions and trade advances	
1 Number of bidders / suppliers / vendors / traders / distributors / service providers from whom bids / quotations were received with respect to the proposed transaction along with details of process followed to obtain bids.	NIL
2 Best bid / quotation received. If comparable bids are available, disclose the price and terms offered.	Not Applicable
3 Additional cost / potential loss to the listed entity or the subsidiary in transacting with the related party compared to the best bid / quotation received.	Not Applicable
4 Where bids were not invited, the fact shall be disclosed along with the justification for the same.	Not Applicable
5 Wherever comparable bids are not available, state what is basis to recommend to the Audit Committee that the terms of proposed RPT are beneficial to the shareholders.	Not Applicable

B(3)	Additional Information	
Disclosure for proposed transactions relating to borrowings by the listed entity or its subsidiary		
1	Material covenants of the proposed transaction	The proposed transaction shall be undertaken on mutually agreed commercial terms and in accordance with applicable laws and regulatory requirements. The material covenants include the following: 1. The funds shall be utilised by the Company primarily for its working capital and day-to-day business requirements. 2. The transaction shall be undertaken on an arm's length basis and on terms considered fair and reasonable to the Company. 3. The borrowing shall be subject to agreed terms relating to the amount, tenure, interest rate, repayment and other applicable conditions. 4. The Company shall utilise the funds only for legitimate business purposes and shall comply with all applicable statutory and regulatory requirements. 5. Any modification or material variation in the terms of the transaction shall be undertaken only with the requisite approvals, wherever applicable
2	Interest rate (in terms of numerical value or base rate and applicable spread)	Market rate
3	Cost of borrowing (This shall include all costs associated with the borrowing)	At market rate
4	Maturity / due date	Repayable on Demand
5	Repayment schedule & terms	Repayable on Demand
6	Whether secured or unsecured?	Unsecured
7	If secured, the nature of security & security coverage ratio	Not Applicable

8	The purpose for which the funds will be utilized by the listed entity / subsidiary	The funds shall be utilised by the Company primarily for its working capital and day-to-day business requirements
9	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements: a. Before transaction b. After transaction	Can not be calculated
10	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements: a. Before transaction b. After transaction	Can not be calculated

Members may note that in terms of the provisions of the Listing Regulation, the related parties as defined thereunder (whether such related party(ies) are a party to the aforesaid transactions or not), shall not vote to approve Resolution under Item No. 6.

Except as mentioned above, none of the Directors and KMPs of the Company and/or their respective relatives are, in any way, concerned or interested either directly or indirectly, financially or otherwise in the Resolution set out at Item No. 6 of the accompanying Notice.

Based on the review and approval of the Independent Directors on the Audit Committee, the Board of Directors recommends the Ordinary Resolution contained in Item No. 6 of the accompanying Notice to the Members for approval as Ordinary Resolution.

Annexure –I

The information required to be furnished under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of the Directors retiring by rotation and seeking appointment/re-appointment at 33rd Annual General Meeting (Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Name	Mrs. Madhubala Deepak Choudhari	Mr. Prathamesh Mukund Gaikwad	Mr. Deepak Chaganlal Choudhari
Date of Birth	11-07-1976	31-01-2002	21-12-1974
DIN	08180531	09750896	03175105
Designation	Non-Independent Non-Executive Director	Independent Non-Executive Director	Chairman & Managing Director
Nationality	Indian	Indian	Indian
Date of Appointment	15-03-2024	14-08-2026	15.-03-2024
Qualification	Business	Service	Business
Brief resume with Expertise in specific function area	Mrs. Madhubala Choudhari is holding Bachelor Degree in commerce. She is having Textile and market Technology. she is possessing requisite qualification and skills for the said post. she has rich and varied Experience in a field of Textile in the last 12 Years.	He is seasoned technology professional with 8+ years of experience in the fintech ecosystem, spanning Supply Chain Finance, Payments, Loyalty & Rewards, and Digital Lending. He has led and scaled multiple startups, playing a key role in product development, technology architecture, and go-to-market execution. Brings strong expertise in building scalable fintech platforms, integrating complex financial ecosystems, and driving data-led product innovation. Experienced in translating business vision into robust technology solutions while ensuring reliability, security, and regulatory alignment.	Commerce Graduate from Shivaji University, Kolhapur and has over 25 years of experience in Yarn Manufacturing and Fabric Processing Business
No. of shares held in the Company	1,70,035	NIL	13,50,000
No. of Board Meeting attended during the Financial Year 2025-26	7(Seven) Board Meeting attended during the financial year 2025-26	NA	7(Seven) Board Meeting attended during the financial year 2025-26
List of Directorships held in various other Companies including listed	Girnar Spintex Industries Limited	1. Factorcard Services Private Limited 2. Reigncap Technologies Private Limited	1. Mahaalaxmi Corp-Tex Private Limited 2. ii. Siddarth Emporium India Priavte Limited 3. Sharad Cotspin Private Limited. 4. Manibhadra Polycot Private Limited 5. Girnar Spintex Industries Limited

Name of listed entity from which the appointee has resigned in the past three years	NIL	NIL	NIL
Details of remuneration sought to be paid and remuneration last drawn	NIL	NIL	NIL
Relationship with Director & Key Managerial Personnel	Mrs. Choudhari is a spouse of Mr. Deepak Choudhari.	There is no inter-se relationship between Mr. Prathamesh Gaikwad and the other members of the board & KMP	Mr. Choudhari is a spouse of Mrs. Madhubala Choudhari
List of Chairmanship & Membership of various Committees of the boards of other Companies (Listed)	Girnar Spintex Industries Limited: • Nomination & Remuneration Committee • Stakeholders Relationship Committee	NIL	Girnar Spintex Industries Limited: • Audit Committee
Terms & Conditions of appointment	Non-Executive Director liable to retire by rotation.	Non-Executive Director	Executive director retire by rotation
Skills and capabilities required for the role and manner in which the Proposed appointee meets Such requirements, in case of independent director	Not Applicable	As mentioned here in above at Expertise in specific function area	Not Applicable
Summary of Performance, Evaluation / Justification for choosing the appointee for appointment as an Independent Director	Not Applicable	Considering his expertise and experience as mentioned above	Considering his expertise and experience as mentioned above
Confirmation of eligibility	The Company has received her consent to act as Director and declaration of non-disqualification under the applicable provisions of the Companies Act, 2013.	The Company has received his consent to act as Director and declaration of non-disqualification under the applicable provisions of the Companies Act, 2013.	The Company has received his consent to act as Director and declaration of non-disqualification under the applicable provisions of the Companies Act, 2013.
Declaration of Debarment	The company has received the declaration that she is not debarred from holding the office of Director by virtue of any order of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (SEBI) or any other authority.	The company has received the declaration that he is not debarred from holding the office of Director by virtue of any order of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (SEBI) or any other authority.	The company has received the declaration that he is not debarred from holding the office of Director by virtue of any order of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (SEBI) or any other authority.

By order of the Board of Directors
For **Mahaalaxmi Texpro Limited**

Nasima Kagadi
Company Secretary & Compliance Officer
M. No. - 70341

Date : 1st September, 2026
Place : Kolhapur