

# Narmada Macplast Drip Irrigation Systems Ltd.

Regd Office : Plot No. 119-120, Santej- Vadsar Road, At. Santej, Taluka : Kalol, Dist.: Gandhinagar : 382721

Phone No. 079-27498670 Website: [www.narmadadrip.com](http://www.narmadadrip.com)

CIN: L25209GJ1992PLC017791

mail id: narmadadrip@gmail.com

Date: 10<sup>th</sup> March, 2026

To  
Listing Department  
Bombay Stock Exchange Limited  
P.J Towers, Dalal Street  
Mumbai- 400001

**Subject: Notice of the 02<sup>nd</sup> Extra-Ordinary General Meeting ('EGM').**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of the 02<sup>nd</sup> Extra-Ordinary General Meeting ('EGM') of the company scheduled to be held on 03<sup>rd</sup> April, 2026, Tuesday, at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means (VC/OAVM).

You are requested to kindly take the same on record.

The remote e-Voting facility would be available during the following period:

|                          |  |
|--------------------------|--|
| Commencement of e-Voting | From 9.00 a.m. (IST) on 31 <sup>st</sup> March, 2026 |
| End of e-Voting          | Upto 5.00 p.m. (IST) on 02 <sup>nd</sup> April, 2026 |

**For Narmada Macplast Drip Irrigation Systems Ltd**

Vrajlal Vaghasia  
Managing Director  
DIN: 02442762

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## **Extra ordinary General Meeting**

Notice is hereby given that an Extraordinary General Meeting of the Members of Narmada Macplast Drip Irrigation Systems Limited will be held through VC/OAVM on 3<sup>rd</sup> April 2026 at 11.00 am to transact the following special businesses:

**1. Alteration of Main Object Clause of the Company by addition of new object Clause:**

To consider and if thought to pass with or without modification the following resolution as Special resolution

“RESOLVED THAT pursuant to the provisions of Section 13(9) of the Companies Act, 2013 (“the Act”) including any modification or re-enactment thereof and other applicable provisions and subject to the rules framed thereunder, the existing Main Object clause of the Memorandum of Association of the Company be and is hereby altered by addition of additional main object clause as clause III [A][2], as follows:

“To carry on the business of processing, extracting, refining, blending, packaging, marketing, importing, exporting, trading, intermediating and dealing for agricultural and industrial use in agriculture commodities like edible and oil seeds such as Mustard, Soybean, Groundnut, Sesame, and Sunflower, Food Grains and pulses such as Wheat, Gram (Chana), and Maize for both consumption (milling/processing) and cultivation purposes and spices and condiments such as Cumin (Jeera), Coriander (Dhaniya), and Fenugreek (Methi), for their culinary value as well as for sowing in subsequent seasons for its sale in loose or bulk packaging without a proprietary branch name.

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## **2. Increase in authorized share capital of the company up to Rs. 22,00,00,000/- divided in to 11,00,00,000 Equity Shares of Rs. 2/- each**

To consider and if thought to pass with or without modification the following resolution as ordinary resolution:

**“RESOLVED THAT** pursuant to the provisions of section 64 (1) and other applicable provisions, if any, of the Companies Act, 2013 Act) and other applicable rules under the Companies Act 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and with the consent of members the Authorized Share Capital of the company be and is hereby increased from Rs. 10,00,00,000/- (Rupees ten crores only) divided into 5,00,00,000 (five crore) Equity Shares of Rs. 2/- (Rupees two ) each TO Rs. 22,00,00,000/- (Rupees twenty two crores only) divided into 11,00,00,000 (eleven crore) Equity Shares of Rs. 2/- (Rupees two each).”

**“RESOLVED FURTHER THAT** Clause V of the Memorandum of Association of the Company be and is hereby altered and shall read as follows:

**Clause V: The Authorized Share Capital of the Company is Rs. 22,00,00,000/- (Rupees twenty two crores only) divided into 11,00,00,000 (eleven crore) Equity Shares of Rs. 2/- (Rupees ten) each.”**

**“RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to digitally sign and file requisite e-form SH-7 with the Registrar of Companies for notifying the said change in authorized share capital of the Company and do all such things, acts and deeds which may deem necessary to give effect to the above resolution.”

## **3. Confirmation of appointment of Mr. Bhavin Patel (DIN: 06604431) as Non-Executive Independent Director of the Company:**

To consider and if thought to pass with or without modification the following resolution as ordinary resolution:

**“RESOLVED THAT** in accordance with the provisions of Section 149 and 152 and other applicable provisions of the Companies Act, 2013, Articles

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of Association of the Company and rules made thereunder, (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), Mr. Bhavin Patel (DIN: 06604431), who was appointed as an Additional Director of the company with effect from 27<sup>th</sup> February 2026 and who has submitted his eligibility to get appointed as the Director of the Company as provided under the Act and the Listing Regulations, his appointment be and is hereby confirmed as Non-Executive Independent Director of the Company pursuant to regulation 17 of SEBI (LODR) Regulations 2015 and section 161 of the Companies Act 2013 to hold office for a term of up to 5 (five) years with effect from 26<sup>th</sup> February 2026 to 25<sup>th</sup> February May 2031."

#### **4. Shifting of Registered office of the Company within the same state, outside the local limits of the city:**

To consider and if thought to pass with or without modification the following resolution as Special resolution

"RESOLVED THAT pursuant to the provisions of Sections 12(5)(a) of the Companies Act, 2013 and other applicable provisions, if any, the consent of the members of the company be and is hereby accorded to shift the registered office of the company within the same State but outside the local limits of the city, town or village where the registered office of the company is at present situated."

"RESOLVED FURTHER THAT the registered office of the company shall be situated at Office no.: 10 & Office no. 11, Shree Ratna Complex, Near Krushnanagar bus stop, Akhbarnagar Road, New Vadaj, Ahmedabad – 380013."

"RESOLVED FURTHER THAT the any Director of the Company, and / or the Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to file aforesaid application(s) and/or form(s) and to do all such acts, deeds, things and matters, as may be considered necessary, appropriate or expedient for the change of name and forward authorised copy of the above resolutions to concerned authorities or entities as may be necessary to give effect to the above resolutions."

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5. **To acquire by way of subscription, purchase or otherwise, the securities of any other body corporate exceeding sixty per cent. of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.**

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of all the earlier resolutions passed in this regard, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs.250 Crores (Rupees Two hundred and Fifty Crores only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

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RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit; necessary or appropriate.”

By the order of the Board

For, Narmada Macplast Drip Irrigation Systems Limited

Sd/-

Vrajlal Vaghasia

Managing Director

DIN: 02442762

Place: Ahmedabad

Date: 09.03.2026

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## NOTES FOR MEMBERS

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM 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 EGM 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 EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules,

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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 EG. 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 EGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [narmadadrip.com](http://narmadadrip.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsd.com](http://www.evoting.nsd.com).
7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

## **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on March 31<sup>st</sup>, 2026 at 9:00 A.M. and ends on 02<sup>nd</sup> April, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 27<sup>th</sup> March, 2026, may cast their vote electronically. The voting right 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, being 27<sup>th</sup> March, 2026.

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

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

### Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting 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. | <ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li><li>2. Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available</li></ol> |

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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.nsd.com>. Select "**Register Online for IDeAS Portal**" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.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.

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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](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use 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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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](http://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 an e-Voting link available on [www.cdslindia.com](http://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

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|  |  |
|--|--|
|  | 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 CDSL.**

| Login type   | Helpdesk details   |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

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## 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 :

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>   |
|---|---|
| a) For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br><br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |

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|  |   |
|--|---|
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID<br><br>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<br><br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.

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CIN: L25209GJ1992PLC017791

mail id: [narmadadrip@gmail.com](mailto:narmadadrip@gmail.com)

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 [csdipikasoni@gmail.com](mailto:csdipikasoni@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or

**Correspondence Address:** Office no.: 10 & Office no. 11, Shree Ratna Complex, Near Krushnanagar bus stop, Akhbarnagar Road, New Vadaj, Ahmedabad – 380013

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send a request to Mr. Ketankumar Patel, Assistant Manager, at [evoting@nsdl.com](mailto: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 [narmadadrip@gmail.com](mailto:narmadadrip@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 [narmadadrip@gmail.com](mailto:narmadadrip@gmail.com). If you are an Individual shareholders 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](mailto: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 EGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.

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2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
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 EGM shall be the same person mentioned for Remote e-voting.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM 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.

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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 [narmadadrip@gmail.com](mailto:narmadadrip@gmail.com). The same will be replied by the company suitably.

## Contact Details:

**Company:** Narmada Macplast Drip Irrigation Systems Ltd

Regd. Office: Plot No.119-120, Santej Vadsar Road Near Alex Cable At. Santej, Tl.Kalol, Gandhinagar-382721

CIN: L25209GJ1992PLC017791 Phone: +91 78610 54580

E-mail ID: [narmadadrip@gmail.com](mailto:narmadadrip@gmail.com)

## Registrar and Transfer Agent:

Accurate Securities & Registry Pvt. Ltd,

K P Epitome, Lake, B 1105 -1108, Nr. Siddhi Vinayak Tower, Makarba, Ahmedabad- 380051, GUJARAT

Phone: 070437 30948

E-mail: [investor@accuratesecurities.com](mailto:investor@accuratesecurities.com)

## e-Voting Agency:

National Securities Depository Limited E-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## Scrutinizer: Dipika Soni and Associates

Practicing Company Secretary

E-mail ID: [csdipikasoni@gmail.com](mailto:csdipikasoni@gmail.com)

M. No. (+91) 90164-28484 / 99981-93986

F-101, First Floor, Aaryan Emerald,

Nr. Aakruti Elegance, Godrej Garden City Road, Tragad, Ahmedabad

# Narmada Macplast Drip Irrigation Systems Ltd.

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## **Explanatory Statement pursuant to provisions of Section 102 of the Companies Act 2013**

### **Item No. 1 Alteration of Main Object Clause of the Memorandum of Association**

At present the Company is engaged in to the business of manufacturing and trading of high-quality plastic piping systems, dedicated to providing durable, reliable, and cost-effective solutions for fluid management across various sectors . The Board of Directors are of the opinion to also add the additional activity of dealing in agriculture commodities such as (i) Edible & Oil Seeds such as Mustard, Soybean, Groundnut, Sesame, and Sunflower which are primarily sourced for supply to oil millers, solvent extractors, and food processors (ii) Food Grains & Pulses such as Wheat, Gram (Chana), and Maize, which are traded for both consumption (milling/processing) and cultivation purposes and (iii) Spices & Condiments such as Cumin (Jeera), Coriander (Dhaniya), and Fenugreek (Methi), which are traded for their culinary value as well as for sowing in subsequent seasons.

Based on the market survey undertaken by the Board of Directors independently, they are of the opinion that the Company can better explore the unexplored market of dealing in unbranded loose and bulk packaging of agricultural goods.

Addition of main line of business activity requires an alteration of Main Object Clause of the Memorandum of Association of the Company which in turn requires approval of the members of the Company by passing special resolution.

Hence, pursuant to the provisions of Section 13(9) of the Companies Act, 2013, it is proposed to pass the special resolution for alteration of the object clause by addition of new object clause to the Memorandum of Association of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way, concerned or interested, financially or otherwise in the resolution as set out at item no. 1 of the Notice.

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The Board of Directors in their Board Meeting held on 26<sup>th</sup> February 2026 have resolved to alter the main object clause by addition of new objects to the Main Object Clause of the Memorandum of Association.

The Board recommends the Special Resolution set out at Item No. 1 of the notice for approval by the members.

## **Item No. 2: Increase in authorized share capital of the company up to Rs. 22,00,00,000/- divided in to 11,00,00,000 Equity Shares of Rs. 2/- each**

At present the authorized share capital of the company is Rs. 10,00,00,000/- divided in to 5,00,00,000 Equity Shares of Rs. 2/- each. And the paid up share capital of the company is Rs. 7,24,60,000 divided in to 3,62,30,000 equity shares of Rs. 2/- each fully paid up.

The Board of Directors in their Board Meeting held on 26<sup>th</sup> February 2026 have approved the Draft Letter of Offer for raising the funds through Rights Issue up to Rs. 50 Crore pursuant to the SEBI (ICDR) Regulations 2018.

Pursuant to the provisions of Companies Act 2013, increase in authorized share capital of the Company requires alteration of clause V of the Memorandum of Association of the company which further requires approval of shareholders of the Company by passing ordinary resolution.

The Board of Directors in their Board Meeting held on 26<sup>th</sup> February 2026 have resolved and recommended to the members to pass this resolution.

Hence, it is proposed to pass the resolution for increase in authorized share capital by passing an ordinary resolution.

## **Item No. 3 Confirmation of appointment of Mr. Bhavin Patel (DIN: 06604431) as Non-Executive Independent Director of the Company:**

The Board of Directors appointed Mr. Bhavin Patel (DIN: 06604431) as an Independent Director of the Company with effect from 26<sup>th</sup> February 2026 who in terms of the provisions of Section 149 and 152 and other applicable provisions of the Companies Act, 2013, and rules made thereunder and Regulation 17 of the

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Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), is entitled to hold the office till the ensuing general meeting and at the same time his appointment is required to be confirmed by the members of the Company in the General Meeting within three months from the date of appointment. Hence, the Board of Directors of the Company proposes to confirm his appointment for the period of five (Five) Consecutive years with effect from 26<sup>th</sup> February 2026 to 25<sup>th</sup> February 2031 as an Independent Director of the Company.

Further company has received a letter that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Mr. Bhavin Patel is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Disqualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of (Appointment & Disqualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) Notices of interest in form MBP-1 pursuant to sub-section (1) of Section 184 of the Companies Act, 2013.

Additional information in respect of Mr. Bhavin Patel as required under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and as per the relevant provisions of the Secretarial Standard on General Meeting are given in the "Annexure A" to this Notice.

None of the Director, Key Managerial Personnel of the Company and their relatives, are in any way, concerned or interested, financially or otherwise in the resolution as set out at item no. 3 of the Notice.

The Board of Directors in their Board Meeting held on 26<sup>th</sup> February 2026 have resolved and recommended to the members to pass this resolution. The brief profile Mr. Bhavin Patel is appended hereinbelow.

**Correspondence Address:** Office no.: 10 & Office no. 11, Shree Ratna Complex, Near Krushnanagar bus stop, Akhbarnagar Road, New Vadaj, Ahmedabad – 380013

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The Board recommends the Ordinary Resolution set out at Item No. 3 of the notice for approval by the members.

## Annexure A

| Name of the Director                                      | Mr. Bhavin Patel  |             |                     |             |   |  |  |   |  |  |   |  |  |
|---|---|-------------|---------------------|-------------|---|--|--|---|--|--|---|--|--|
| DIN   | 06604431  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Date of Birth   | 27.07.1988  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Age   | 37 years  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Date of Appointment                                       | 27.02.2026  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Qualification   | Company Secretary and commerce Graduate Graduate  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Experience  | Mr. Bhavin Patel is a member of ICSI having more than 10 years of experience in the Legal and Secretarial Department.   |             |                     |             |   |  |  |   |  |  |   |  |  |
| Terms & Conditions of Appointment / Re-appointment        | Appointed as an Independent Director of the Company.  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Remuneration sought to be paid                            | Sitting Fees and out of pocket expenses.  |             |                     |             |   |  |  |   |  |  |   |  |  |
| Shareholding in the Company                               | NIL   |             |                     |             |   |  |  |   |  |  |   |  |  |
| Relationship with the Company and other Directors         | He is not related to any of the Directors of the Company.   |             |                     |             |   |  |  |   |  |  |   |  |  |
| Number of Meetings of the Board attended during the year  | NIL   |             |                     |             |   |  |  |   |  |  |   |  |  |
| List of Listed Companies and/or Bodies Corporate in which | <table border="1"><thead><tr><th>Sr</th><th>Name of the Company</th><th>CIN / LLPIN</th></tr></thead><tbody><tr><td>.</td><td></td><td></td></tr><tr><td>N</td><td></td><td></td></tr><tr><td>o</td><td></td><td></td></tr></tbody></table> | Sr          | Name of the Company | CIN / LLPIN | . |  |  | N |  |  | o |  |  |
| Sr  | Name of the Company   | CIN / LLPIN |                     |             |   |  |  |   |  |  |   |  |  |
| .   |   |             |                     |             |   |  |  |   |  |  |   |  |  |
| N   |   |             |                     |             |   |  |  |   |  |  |   |  |  |
| o   |   |             |                     |             |   |  |  |   |  |  |   |  |  |

**Correspondence Address:** Office no.: 10 & Office no. 11, Shree Ratna Complex, Near Krushnanagar bus stop, Akhbarnagar Road, New Vadaj, Ahmedabad – 380013

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|  |   |                                    |                       |
|--|---|------------------------------------|-----------------------|
| Directorships Held   | 1   | OJAS ECOPOWER LIMITED              | U24209GJ2016PLC085657 |
|  | 2   | GRENEEY ENTERPRISE PRIVATE LIMITED | U52609GJ2022PTC137100 |
|  | 3   | SATYAM FINSTOCK PRIVATE LIMITED    | U65910GJ1996PTC030652 |
|  | 4   | SHANGAR DECOR LIMITED              | L36998GJ1995PLC028139 |
|  | 5   | OMKAR OVERSEAS LIMITED             | L51909GJ1994PLC023680 |
|  | 6   | ADVANCED ENERGY SYSTEMS LLP        | AAI-6093              |
| Membership(s)/ Chairmanship(s) of the committees of Directors of other Companies | Chairmanship – NIL<br>Membership – 3  |                                    |                       |
| Declaration under Regulation 36(3) of SEBI LODR Regulations, 2015                | The proposed Director meets the skills and capabilities required for the role and the manner in which the candidature of Mr. Bhavin Patel is proposed for Directorship. |                                    |                       |

## **Item No. 4 Shifting of Registered office of the Company within the same state, outside the local limits of the city:**

At present the registered office of the Company is situated at Plot No 119,120, Santej Vadsar Road, At Santej, Taluka Kalol, Gandhi Nagar, Gujarat, 382721.

All the Board of Directors of the Company are resident of Ahmedabad. Hence, if the registered office of the Company is shifted to Ahmedabad, it will be convenient for all the Directors and staff members to operate at ease.

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The Board of Directors have identified the office premises situated at Office no.: 10 & Office no. 11, Shree Ratna Complex, Near Krushnanagar bus stop, Akhbarnagar Road, New Vadaj, Ahmedabad – 380013

To shift the registered office premises outside the local limits of the city, town or village but within the same state, requires approval of the members by passing the special resolution.

Hence, it is proposed to pass the Special resolution pursuant to the requirement of Section 12(5)(a) of Companies Act 2013.

None of the Directors of the Company are in any way interested in the proposed resolution.

## **Item No. 5**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the funds to be raised through Rights Issue by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required. Members may note that pursuant to Section 186 of the Companies Act, 2013 (“Act”), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 250 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 5 for approval by the members of the Company as Special Resolution.

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None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

By the order of the Board

For, Narmada Macplast Drip Irrigation Systems Limited

Sd/-

Vrajlal Vaghasia

Managing Director

DIN: 02442762

Place: Ahmedabad

Date: 09.03.2026