

**NOTICE OF THE 33RD ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 33rd Annual General Meeting of ACKNIT INDUSTRIES LIMITED will be held on Thursday, the 27th day of July, 2023 at 11:30 a.m at 'GYAN MANCH', 11, Pretoria Street, Kolkata – 700071 to transact the following businesses:-

ORDINARY BUSINESS :**Item No. 1****Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2023**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Reports of the Directors and Auditors thereon.

Item No. 2**Declaration of dividend for the Financial Year ended 31st March, 2023**

To declare dividend of ₹1.50 per equity shares of ₹10 each for the Financial Year ended 31st March, 2023.

Item No. 3**Appointment of a Director in place of Mrs. Rashi Saraf (DIN: 07152647), who retires by rotation and being eligible, offers herself for re-appointment**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Rashi Saraf (DIN:07152647), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS :**Item No. 4****Re-appointment of Mr. Jadav Lal Mukherjee (DIN: 06421227) as a Non-Executive Independent Director**

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

“**RESOLVED THAT** pursuant to Section 149 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to re-appoint Mr. Jadav Lal Mukherjee (DIN: 06421227) as a Non-Executive Independent Director of the Company for the second term of 3(three) consecutive years w.e.f. 30th May, 2023, not being subject to retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company and the Company Secretary of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 5**Approval for Material Related Party Transaction(s)**

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors to enter into any contract(s) / arrangement(s) / transaction(s) with parties as detailed in the table forming part of the Explanatory Statement annexed to the Notice of the 33rd Annual General Meeting of the Company with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related parties to any office or place of profit in the Company or any other transactions of whatever nature, notwithstanding that such transactions may exceed 10% of the Annual Turnover of the Company of the preceding financial year or such other threshold limits as may be specified by the Act and/or Listing Regulations from time to time, up to such extent and on such terms and conditions as specified in the Explanatory Statement annexed to the Notice of the 33rd Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company and the Company Secretary of the Company be and are hereby authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution.”

**By Order of the Board of Directors
For Acknit Industries Limited**

sd/-

Bandana Saha

Place: Kolkata Company Secretary & Compliance Officer

Date: 22-06-2023

M.No.: A46329

**Notes:**

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL AT THE MEETING INSTEAD OF HIMSELF/HERSELF AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A person can act as proxy on behalf of members not exceeding 50(fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

- The Statement pursuant to Section 102 of the Companies Act, 2013 with respect to Item Nos. 4 & 5 forms part of this Notice. Additional information, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings in respect of Directors seeking re-appointment(s) at the Annual General Meeting is also furnished hereof. The Director has furnished requisite declaration for his re-appointment.
- Members/proxies/authorised representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, 21st July, 2023 to Thursday, 27th July, 2023 (both days inclusive) for payment of dividend on equity shares for the Financial Year ended 31st March, 2023.
- The dividend for the Financial Year ended 31st March, 2023, as recommended by the Board of Directors, if declared at the ensuing Annual General Meeting, will be paid to those shareholders whose names appear in the register of members/statement of beneficial ownership furnished by the depositories as on the close of business hours on Thursday, 20th July, 2023, as per the mandate registered with the Company or with their respective Depository Participants. In case, the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of the bank account details, the Company shall dispatch the dividend warrants/draft to such shareholders by post.

Shareholders are requested to provide bank details to facilitate payment of dividend, etc., either in electronic mode or for printing on the payment instruments in compliance with SEBI circular no. SEBI/HO/MIRSD/DOP-1/CIR/P/2018/73 dated 20th April, 2018.

- Shareholders may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020 shall be taxable in the hands of the Shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making payment of the final dividend. In order to enable us to determine the appropriate TDS rate in compliance with TDS requirements, members are requested to complete and / or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company by sending email to the RTA's email address – skcdivit@gmail.com or to the Company's email address – cs@acknitindia.com.
- Members desirous of asking any questions at the 33rd Annual General Meeting of the Company shall write to the Company at least 10 days in advance, so as to enable the management to keep the information ready at the meeting.
- The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Accounts Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company.
- Those members who have so far not en-cashed their dividend warrants/draft for the below mentioned financial years, may claim or approach the Company for the payment thereof as the same will become due to be transferred to the "Investor Education and Protection Fund" established under section 125(1) of the Companies Act, 2013 on the respective dates mentioned there against. Kindly note that after such transfer, the members will not be entitled to claim such dividend from the Company.

Financial year ended	Last date of claiming unpaid dividend
31.03.2016	01.11.2023
31.03.2017	22.10.2024
31.03.2018	30.10.2025
31.03.2019	24.10.2026
31.03.2020	02.11.2027
31.03.2021	31.10.2028
31.03.2022	01.11.2029

The shareholders are further intimated herein that pursuant to the provisions of Section 124(5) & 124(6) of the Companies Act, 2013 read together with the Rules made thereunder, all dividends and associated shares for which no dividend has been paid/claimed by the shareholders of the Company for a period of 7(seven) consecutive years shall be, by virtue of the provisions of the above section, transferred to the Investor Education and Protection Fund.



10. The Company has implemented the "GREEN INITIATIVE" as per circular nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April, 2011 issued by the Ministry of Corporate Affairs (MCA) by allowing paperless compliances by the Companies for service of documents to their members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013. Henceforth, the e-mail addresses indicated in your respective depository participant accounts which will be periodically downloaded from NSDL/CDSL will be deemed to be your registered e-mail address for serving notices/documents etc. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Company's RTA/Depositories for receiving all communications including Annual Reports, Notices, Circulars, etc. from the Company electronically.
11. **Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, transfer of shares in physical form by a shareholder is restricted with effect from 1st April, 2019. Further, pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2022, the Company shall process the requests of transmission/transposition of securities only in dematerialised form. In view of the regulatory requirements, shareholders holding shares in physical form are requested to arrange the dematerialization of their shares at earliest. Guidelines of Dematerialisation of Shares is uploaded on the Company's website www.acknitindia.com.**
12. Electronic copy of the Annual Report for the Financial Year 2022-23 along with the notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting is being sent to all the members whose e-mail IDs are registered with the Company/Depository Participants for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the Annual Report for the Financial Year 2022-23 is being sent in the permitted mode.
13. The Notice of Annual General Meeting along with the Annual Report of the Company for the Financial Year 2022-23 will also be displayed on the website of the Company viz. www.acknitindia.com.

14. Documents referred to in the Notice are available for inspection by the members at the Registered Office of the Company during business hours on any working day up to the date of Annual General Meeting of the Company, with prior appointment.

Information and other instructions relating to e-voting are as under:

1. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS2) issued by the Institute of Companies Secretaries of India, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-voting services arranged by National Securities Depository Limited ("NSDL"). The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting ("remote e-voting"). Instructions for e-voting are given herein below.
2. The facility for voting through ballot paper shall be made available at the Annual General Meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
3. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Monday, 24th July, 2023 at 09:00 A.M. and ends on Wednesday, 26th July, 2023 at 05:00 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. Thursday, 20th July, 2023, 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 Thursday, 20th July, 2023.



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





Step1: Access to NSDL e-voting system

A) Login method for E-voting for Individual shareholders holding securities in demat mode:

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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. 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/Id easDirectReg.jsp 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-

Type of shareholders	Login Method
	<p>Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> </p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 My easi Tab and then user your existing my easi username & password. 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. 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 My easi Tab and then click on registration option. 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	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.</p>



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

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

Log in 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.co.in or call at 022 - 4886 7000 and 022 - 2499 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 22 55 33

B) Login method for E-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

1. Visit the e-voting website of NSDL. Open web browser by clicking the 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, Password/OTP and a verification code as shown on the screen.
4. 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 login credentials, click on e-voting and you can proceed to **Step 2 i.e. Cast your vote electronically.**
5. 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***

6. 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 e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mail box. Open the e-mail 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 e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail IDs are not registered.**
7. 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.co.in mentioning your demat account number/folio number, PAN, name and registered address.
 - d) Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, home page of e-voting will open.

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

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 is active.
2. Select "EVEN" of Company, for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify or 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 rrekha1410@gmail.com with a copy marked to evoting@nsdl.co.in. 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 "Forget 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 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in

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 the Company at cs@acknitindia.com or to the Company's RTA at skcdilip@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 the Company at cs@acknitindia.com or to the Company's RTA at skcdilip@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 for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

Other Instructions:

1. The remote e-voting period commences on Monday, 24th July, 2023 (09.00 a.m. IST) and ends on Wednesday, 26th July, 2023 (05.00 p.m. IST). During this period, members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date Thursday, 20th July, 2023 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
2. You can also update your mobile number and e-mail address in the user profile details of the folio which may be used for sending future communication(s).
3. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as per the Register of Members of the Company as on the cut-off date i.e. Thursday, 20th July, 2023.
4. A person, whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through remote e-voting or voting at the Annual General Meeting through ballot paper.



5. Ms. Rekha Goenka, Practicing Company Secretary (Membership No. FCS-12590), has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting at the Annual General Meeting in a fair and transparent manner.
6. At the Annual General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the Chairman shall with the assistance of the Scrutinizer order voting to all those members who are present but have not cast their vote electronically using the remote e-voting facility.
7. The Scrutinizer shall immediately after the conclusion of the Annual General Meeting, first count the votes casted at the Annual General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and submit not later than 2 working days from the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
8. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.
9. The Results of voting will be declared within 2 working days from the conclusion of AGM. The declared results along with the Scrutinizer's Report will be available forthwith on the website of the Company www.acknitindia.com and on the website of NSDL. Such results will be displayed on the Notice Board at the Registered Office of the Company and shall also be forwarded to the concerned Stock Exchanges i.e. BSE Limited and The Calcutta Stock Exchange Limited.

**By Order of the Board of Directors
For Acknit Industries Limited**

sd/-

Bandana Saha

Place: Kolkata

Company Secretary & Compliance Officer

Date: 22-06-2023

M.No.: A46329

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Jadav Lal Mukherjee holds a Bachelor Degree in Mechanical Engineering from the University of North Bengal. He possesses an experience of more than 30 years in Finance. He was previously employed with Bank of Baroda and also was also associated with SREI Group. He also holds directorship in Mrcon Infra Private Limited and Health fitz Energy Product Private Limited. Mr. Jadav Lal Mukherjee was appointed as a Non-Executive Independent Director of the Company for a term of 5(five) consecutive years with effect from 30th May, 2018. The Board feels that the presence of Mr. Jadav Lal Mukherjee on the Board is desirable and would be of immense benefit to the Company. Thus, the Board of Directors of the Company recommends the resolution set out at Item No. 4 in relation to re-appointment of Mr. Jadav Lal Mukherjee as a Non-Executive Independent Director of the Company, be adopted by the members in the interest of the Company.

No Director, Key Managerial Personnel and their relatives except Mr. Jadav Lal Mukherjee, to whom the resolution relates, is interested or concerned, in the resolution set out at Item No. 4.

Item No.5

The members are apprised that Acknit Industries Limited enters into various contract(s)/arrangement(s)/transaction(s) in a regular interval with the below mentioned related parties which are in the ordinary course of business. With the expansion of business of Acknit Industries Limited in various arena the transaction value between the said parties might cross the threshold limit prescribed under Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Thus, the Board of Directors of the Company recommends the resolution set out in item No. 5 to be adopted by the members in the interest of the Company. The following disclosures are made in accordance with the provisions of Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014:



Sl. No.	Name of the 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 arrangements	Any other information relevant or important for the members to take a decision on the proposed resolution
1.	Acme Safety Wears Limited	Mr. Shri Krishan Saraf, Managing Director, Mr. Deo Kishan Saraf, Whole-time Director, Mr. Abhishek Saraf, Whole-time Director and Mrs. Rashi Saraf, a Non-Executive Non-Independent Director	Company where there is significant influence	Sales/purchases of goods or materials as well as render/avail of services to/from Acme Safety Wears Limited. The value of such contracts during the Financial Year 2022-23 was Rs. 2506.38 lakhs.	The contract(s)/ arrangement(s)/ transaction(s) with the related parties with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related parties to any office or place of profit in the Company or any other transactions of whatever nature, shall be governed by the Company's Related Party Transaction Policy and shall be approved by the Audit Committee within the overall limits approved by the members.
2.	Safewell Industries	Mr. Shri Krishan Saraf, Managing Director and Mr. Abhishek Saraf, Whole-time Director	Proprietorship firm of a Director's relative	Sales/purchases of goods or materials to/ from Safewell Industries. The value of such contracts during the Financial Year 2022-23 was Rs. 319.37 lakhs.	The contract(s)/ arrangement(s)/ transaction(s) shall be based on negotiations whose terms and conditions shall satisfy arm's length criteria.
3.	Radiant Leather Pvt. Ltd.	Mr. Shri Krishan Saraf, Managing Director	Mr. Shri Krishan Saraf, Managing Director is a Member in Radiant Leather Pvt Ltd..	Sales/ purchases of goods or materials as well as avail/render of services from/to Radiant Leather Pvt Ltd. The value of such contracts during the Financial Year 2022-23 was Rs.120.28 lakhs.	
4.	Century Safetywears Pvt. Ltd.	Mr. Shri Krishan Saraf, Managing Director, Mr. Deo Kishan Saraf, Whole-time Director and Mr. Abhishek Saraf, Whole-time Director	Private Company in which a Director and/or his relative is a Director and/or member.	Avail of service from Century Safety Wears Pvt. Ltd. The value of such contracts during the Financial Year 2022-23 was Rs.16.80 lakhs.	
5.	Rosinate India Company	Mr. Deo Kishan Saraf, Whole-time Director	Proprietorship firm of Mr. Deo Kishan Saraf, Whole-time Director	Avail of service from Rosinate India Company. The value of such contracts during the Financial Year 2022-23 was Rs. 9.80 lakhs.	
6.	Aditya Saraf	Mr. Shri Krishan Saraf, Managing Director and Mr. Abhishek Saraf, Whole-time Director	Aditya Saraf belongs to the Promoter Group and is a relative of Mr. Shri Krishan Saraf, Managing Director and Mr. Abhishek Saraf, Whole-time Director	Avail of service from Aditya Saraf. The value of such contracts i.e. rent paid to Aditya Saraf during the Financial Year 2022-23 was Rs.3 lakhs.	

Thereby, the Board of Directors recommends to pass the resolution set out in Item No. 5 i.e. Approval for Material Related Party Transaction(s) with the abovementioned related parties to the extent of not exceeding 30% of annual turnover of the immediately preceding financial year, as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and/or their relatives, other than as mentioned above is interested or concerned, in the resolution set out in Item No.5.

**Details of Director seeking re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:**

Particulars	Mrs. Rashi Saraf	Mr. Jadav Lal Mukherjee
DIN	07152647	06421227
Date of birth	26/05/1979	01/07/1953
Date of first Appointment	26/09/2016	30/05/2018
Brief resume	Mrs. Rashi Saraf holds Bachelor degree in Arts. She is having more than 17 years of experience in Business Administration & Management.	Mr. Jadav Lal Mukherjee holds a Bachelor Degree in Mechanical Engineering. He is having more than 30 years of experience in Finance. He was associated with Bank of Baroda and also with SREI Group. He also acts as a Director in Mrcon Infra Private Limited and Healthfitz Energy Product Private Limited.
Expertise in specific, general, functional area	Business Development, Product Identification, Organisational Governance Development	Financial Analysis
Qualification	Bachelor Degree in Arts	Bachelor Degree in Mechanical Engineering
Relationship with other Directors	Spouse of Mr. Abhishek Saraf, Whole-time Director and daughter-in-law of Mr. Shri Krishan Saraf, Managing Director	Nil
Directorship in other listed Companies	Nil	Nil
Chairman/ Member in the Committees of the Boards of other listed companies	Nil	Nil
Shareholding in the Company	85,000 Equity Shares	1,000 Equity Shares

Place: Kolkata

Date: 22-06-2023

**By Order of the Board of Directors
For Acknit Industries Limited**

sd/-
Bandana Saha
Company Secretary & Compliance Officer
M.No.: A46329

ROUTE MAP



**ACKNIT INDUSTRIES LIMITED**

CIN : L01113WB1990PLC050020

Registered Office : "Ecystation", Block - BP, Plot No.7, Sector V,
5th Floor, Suit No.504, Salt Lake, Kolkata – 700091**Phone No. :** (033)2367-5555**Email :** cs@acknitindia.com, **Website :** www.acknitindia.com**Form No MGT-11****PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) : _____**Registered address :** _____**E-mail Id :** _____**Folio No. / DP ID / Client Id :** _____

I / We, being the member (s) ofshares of Acknit Industries Limited, hereby appoint

1. Name : Address.....

E-mail ID : Signatureor failing him/her,

2. Name : Address.....

E-mail ID : Signatureor failing him/her,

3. Name : Address.....

E-mail ID : Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on **Thursday, 27th July, 2023 at 11:30 a.m.** at '**Gyan Manch**', **11, Pretoria Street, Kolkata – 700071** and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolutions	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Reports of the Directors and the Auditors thereon.		
2.	Declaration of dividend of ₹ 1.50 per equity shares of ₹ 10/- each for the Financial Year ended 31st March, 2023.		
3.	Appointment of a Director in place of Mrs. Rashi Saraf (DIN: 07152647), who retires by rotation and being eligible, offers herself for re-appointment.		
Special Business			
4.	Re-appointment of Mr. Jadav Lal Mukherjee (DIN: 06421227) as a Non-Executive Independent Director.		
5.	Approval for Material Related Party Transaction(s).		

Signed this.....day of.....2023

Signature of Shareholder(s)

Signature of Proxy holder(s).....

Note :

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Commencement of the Meeting.

*2. It is optional to put a '✓' in the appropriate column against the Resolution as indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Affix
Revenue
Stamp