

**NOTICE**

Notice is hereby given that the Eighth (8th) Annual General Meeting of the members of Indorama India Private Limited ("the Company") will be held at 1500 hours Indian Standard Time (IST) on Friday, September 12, 2025 at the Registered Office of the Company at Ecocentre, EM -4, 12th floor, unit no. ECSL -1201, Sector V, Salt Lake, Kolkata, West Bengal – 700091, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon; and
  - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the report of the Auditors thereon.

**SPECIAL BUSINESS:****2. Appointment of Mr. Udaya Kumar Sanjeeva (Director Identification Number 09126536) as a Director of the Company**

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 if any, of the Companies Act, 2013 read with 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 the Articles of Association of the Company, **Mr. Udaya Kumar Sanjeeva (Director Identification Number 09126536)**, who was appointed as an Additional Director of the Company with effect from February 28, 2025 by the Board of Directors and whose term expires at this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, being eligible for appointment and having consented to act as a Director of the Company, be and is hereby appointed as a Director of the Company, whose period of office shall not be liable to determination by retirement of directors by rotation."

**3. Ratification of Remuneration payable to M/s. K. G. Goyal & Associates, Cost Auditor, for the financial year ending March 31, 2026**

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 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to **M/s. K.G Goyal & Associates, Cost Accountants (Firm Registration No. 000024)**, appointed by the Board of Directors of the Company as cost auditor to conduct the audit of the cost records of the Company, as applicable, for the Financial Year ending March 31, 2026, amounting to Rs. 3,50,000/- (Rupees Three Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby approved and ratified."

By order of the Board of Directors



**Sushma Shukla**  
Company Secretary  
Membership No. – A26825

Kolkata,  
June 20, 2025

**Notes:**

1. **A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote in his / her stead and a proxy need not be a member of the Company.**

**Proxies in order to be effective must be deposited at the registered Office of the Company not less than 48 hours before the time of the meeting. The Proxy Form is enclosed herewith.**

**In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.**

2. The Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business as set out above, is annexed hereto and forms a part hereof.
3. The documents referred in the Notice shall be available at the Registered Office of the Company for inspection by the shareholders, without any fee, up to the date of Annual general Meeting.
4. Route Map showing Directions to reach to the venue of the Meeting is enclosed herewith.

## **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

The statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") relating to the items of the special business is given below and forms part hereof:

### **Item No.2**

The Board of Directors of the Company appointed Mr. Udaya Kumar Sanjeeva as an Additional Director and Wholtime Director with effect from February 28, 2025, pursuant to Section 161(1), Section 152, and other applicable provisions of the Companies Act, 2013, and relevant rules made thereunder.

Mr. Udaya Kumar Sanjeeva holds office as Additional Director until the date of this Annual General Meeting ("AGM") and is eligible for appointment as a Director. He has given his consent to act as a Director and confirmed that he is not disqualified under Section 164 of the Companies Act, 2013. He is not liable to retire by rotation and is not related to any other Director or Key Managerial Personnel of the Company.

Mr. Udaya Kumar Sanjeeva (Director Identification Number: 09126536), aged about 56 years, is Bachelor of Technology (Chemical Engineering) from the National Institute of Technology, Surathkal, India, and brings over 30 years of experience in strategic growth projects, manufacturing, strategic sourcing, sales & marketing, and mergers & acquisitions. He last served as the Business Head & Executive Vice President – Commercial & Operations of the Technical Textiles Business at SRF Limited, India.

Mr. Udaya Kumar Sanjeeva does not hold any shares in the Company and he has not resigned from the directorship of any listed company in the past three years. He serves as a Nominee Director in the Association of Synthetic Fibre Industry and as a Director in the Indian Technical Textile Association. He does not hold any memberships or chairmanships in committees of other companies. His appointment, including terms and conditions and remuneration, shall be as approved by the Board of Directors. He attended two Board meetings of the company during the financial year 2024-25.

Considering his qualification and experience, appointment of Mr. Udaya Kumar Sanjeeva will be of significant value to the Company.

Save and except Udaya Kumar Sanjeeva, none of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the notice.

The Board of Directors commends the resolution set out at Item No. 2 of the Notice for approval of Members.

### **Item No.3**

The Board of Directors had approved the appointment of M/s. K.G. Goyal & Associates, Cost Accountants, for conducting audit of the cost records of the Company, as applicable, for the Financial Year ending March 31, 2026 at a fee of Rs. 3,50,000/- (Rupees Three Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of out of -pocket expenses.

Pursuant to the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to M/s. K.G. Goyal & Associates, Cost Accountants, is required to be ratified by the Members of the Company. Accordingly, consent of the members is being sought for approval/ratification of the remuneration payable to M/s. K.G. Goyal & Associates, Cost Accountants, for conducting audit of the cost records of the Company, as applicable, for the Financial Year ending March 31, 2026. None of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board of Directors commends the resolution set out at Item No. 3 of the Notice for approval of Members.

Affix Re.1  
Revenue  
Stamp

**Proxy form**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]  
CIN: U74999WB2017FTC222920

Name of the Company: Indorama India Private Limited  
Registered office : Ecocentre, EM -4, 12th Floor, Unit No. ECSL -1201, Sector V, Salt Lake West  
Bengal 700091

Name of the Member(s): Registered address: E-mail Id: Folio No/ Client Id:
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1. Name:  
Address:  
E-mail Id:  
Signature: ..... , or failing him/her

2. Name:  
Address:  
E-mail Id:  
Signature: ....., or failing him/her

3. Name:  
Address:  
E-mail Id:  
Signature: ....., or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 8th Annual General Meeting of members of the Company, to be held on Friday, September 12, 2025 at 1500 hours at the Registered Office of the Company at Ecocentre, EM -4, 12th floor, unit no. ECSL -1201, Sector V, Salt Lake, Kolkata, West Bengal – 700091 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional	
		For*	Against*
<b>Ordinary Business</b>			
1	To receive, consider and adopt: a) Audited financial statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2025 and the report of the Auditors thereon.		
<b>Special Business</b>			
2	Appointment of Mr. Udaya Kumar Sanjeeva as Director of the company		
3.	Ratification of Remuneration payable to M/s. K. G. Goyal & Associates, Cost Auditor, for the financial year ending March 31, 2026		

Signed this ..... day of ..... 2025

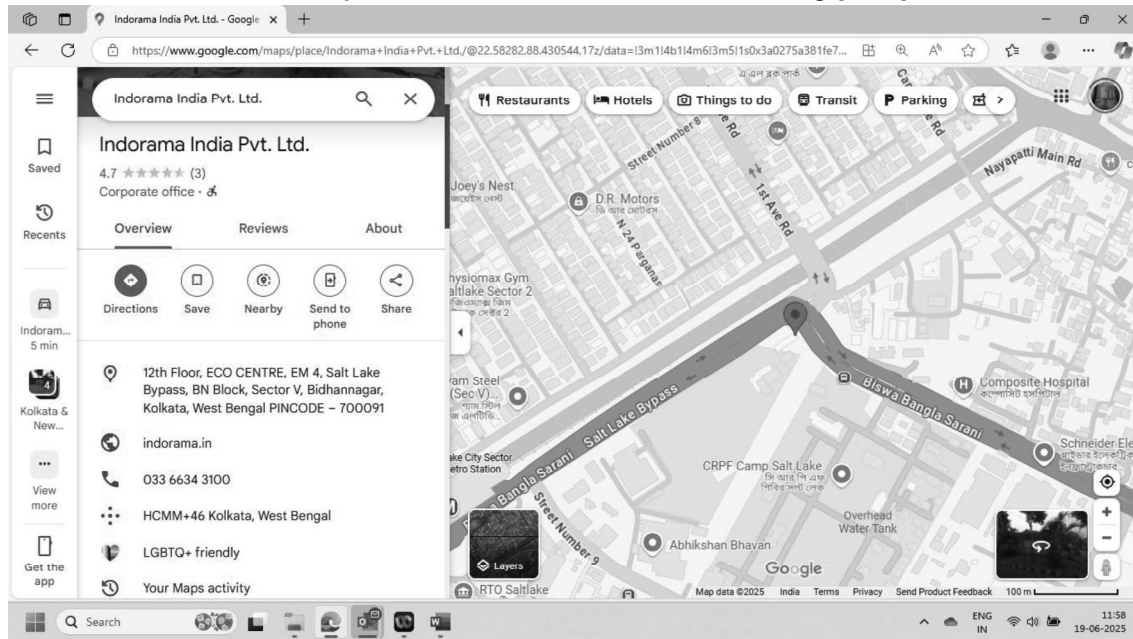
Signature(s) of Shareholder(s)

.....  
Signature of 1st Proxy Holder      Signature of 2nd Proxy Holder      Signature of 3rd Proxy Holder

**Notes:**

1. \*It is optional to indicate your preference. If you leave 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/ she may deem appropriate.
2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, either in person or through post, not less than 48 hours before the commencement of the Annual General Meeting.
3. Any alteration or correction made to this Proxy form must be initialed by the signatory/signatories.

**Indorama India Private Limited**  
**Route Map for venue of 8<sup>th</sup> Annual General Meeting (AGM)**



**Venue of Annual General Meeting- Ecocentre, EM -4, 12th Floor, Unit No. ECSL -1201, Sector V, Salt Lake, Kolkata, -700091, West Bengal**