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POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot through e-voting, vide Ministry's General General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022 General Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 and other relevant circulars, if any, issued from time to time (collectively referred to as "MCA Circulars")Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and subject to other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time),, approval of the Members of the Company is sought for the proposals contained in the resolutions forming part of this Notice of Postal Ballot ("Notice").

In compliance with the aforesaid circulars issued by MCA and SEBI, Regulation 44 of the Listing Regulations and the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Rules, as amended from time to time, and SS – 2 on General Meetings, Notice is being sent by the Company only through electronic mode to all its Members who have registered their email addresses with the Company and / or Cameo Corporate Services Ltd, Registrar and Transfer Agent of the Company or their respective depository participants (NSDL/CDSL). Hard copy of the Notice along with Postal Ballot form and pre-paid business reply envelope will not be sent to the Members for this postal ballot and they are required to communicate their assent or dissent through electronic means by remote e-voting system only. This postal ballot is accordingly being initiated in compliance with the circulars issued by MCA and SEBI.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on 26th December, 2024, has appointed Mr. Murtuza Mandorwala, Practicing Company

SUNLITE RECYCLING INDUSTRIES LIMITED (Formerly known as Sunlite Alucop Private Limited) CIN: U27200GJ2022PLC134540 I GSTIN: 24ABJCS1297A1ZI Registered Office: Survey No. 270A & Plot No. 1, Survey No. 267, Chhatha Mile, Vill. Dantali, Ta.Vaso, Dist. Kheda-387350, Gujarat, India.



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Secretaries, (Membership No. F10745 and COP No. 14284) as the Scrutinizer for conducting the postal ballot only through the remote e-voting process in a fair and transparent manner.

In accordance with the MCA circulars, Members can vote only through the remote evoting process. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company is pleased to offer remote evoting facility to all its Members to cast their votes by electronic means through the remote e-voting process. Members are requested to read the instructions in the Notes under the section "Voting through remote e-voting facility" at note #12 of this Notice to cast their vote by electronic means through the remote e-voting process. The Company has appointed Central Depository Services Limited (CDSL) to provide remote e-voting facility for its Members. The remote e-voting facility is available from 9:00 am (IST) on Saturday, 28th December, 2024 up to 5.00 pm (IST) on Sunday, 26th January, 2025 and voting shall not be allowed beyond the said date and time. Members are requested to cast their vote through the remote e-voting process not later than 5:00 pm (IST) on Sunday, 26th January, 2025 to be eligible for being considered, failing which it will be strictly considered that no vote has been received.

Based on the Scrutinizer's report, the results of the remote e-voting will be declared on or before Tuesday, 28th January, 2025 i.e. within two (2) working days from close of voting period at the Registered Office of the Company. The declared results, along with the Scrutinizer's report, will be available forthwith on the website of the Company i.e. <u>www.sunliteindustries.com</u> under the section 'Investor' and will also be forwarded to NSE Limited, where the equity shares of the Company are listed. Central Depository Services Limited (CDSL), who has provided the platform for facilitating remote e-voting, will also display these results on its website i.e. <u>www.cdslindia.com</u>

The last date of remote e-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by requisite majority.

SPECIAL BUSINESS:

1. TO APPOINT M/S. GOPAL SHAH & CO (FRN: 130052W), CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Section 139 (8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of the Act, including any statutory modifications, amendments or re-enactments thereof for the time being in force, and pursuant to the recommendation made by the Audit Committee and Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint M/s. Gopal Shah & Co (FRN: 130052W), as Statutory Auditor of the company from the conclusion of this Extraordinary General Meeting until the conclusion of

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the 3rd Annual General Meeting and M/s. Gopal Shah & Co (FRN: 130052W) shall conduct the Statutory Audit for the period ended 31st March, 2025 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses, as may be fixed by the Board of Directors and Audit Committee of the Company, in consultation with them.

RESOLVED FURTHER THAT any of the Directors of the Company be and is severally hereby authorized to make applications, file forms etc. and further authorised to do all such acts, deeds, and things as may be required or deemed expedient to implement this resolution and to take all necessary steps for giving effect to this resolution."

By Order of the Board of Directors SUNLITE RECYCLING INDUSTRIES LIMITED

Place: Ahmedabad Date: 26/12/2024

Nitin Kumar Heda Managing Director (DIN: 00383855)

Notes:

1. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.

2. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL') as on Friday, 20th December, 2024 ("Cut-off Date") and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date.

3. Members may note that the Notice is also available on the website of the Company i.e. <u>www.sunliteindustries.com</u>, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at <u>www.nseindia.com</u> and on the website of CDSL at <u>www.cdslindia.com</u>. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

4. After dispatch of the Notice through email, advertisement shall be published in one English daily newspaper having country-wide circulation and in one Gujarati newspaper, having wide circulation in the district where the registered office of the Company is situated and will



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also be uploaded on the website of the Company i.e. <u>www.sunliteindustries.com</u> and websites of the Stock Exchanges <u>www.nseindia.com</u>.

5. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant.

6. To support the 'Green Initiative', Members who have not registered their e-mail addresses with the Company / Cameo Corporate Services Ltd, Registrar and Transfer Agent ("RTA") / depository participant are requested to log in to the website of our RTA i.e. <u>www.cameoindia.com</u> under Investor Services > Email Registration, fill in the details, upload the required documents and submit.

Further, Members are also requested to approach their depository participant to register / revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

7. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date

8. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of CDSL at <u>www.cdslindia.com</u> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / letter of authority /power of attorney, etc. together with attested specimen signature of the duly authorised representative(s) in .pdf format for the Scrutiniser to verify the same.

9. All document(s) mentioned in the Notice will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of remote e-voting period i.e. up to 26th January, 2025 .Members who wish to inspect the relevant document(s) may send an email to <u>cs@sunliteindustries.com</u> in by mentioning their DP ID and Client ID in case of dematerialised shareholding / Folio no. in case of physical shareholding.

10. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

11. Contact details of the person responsible to address the queries / grievances connected with the voting by electronic means, if any:

Mr. Nitin Kumar Heda, Managing Director, Sunlite Recycling Industries Limited having registered office at Survey No 270A & Plot NO 1 SURVEY No 267, Chhatha Mile, Kheda, Dantali, Gujarat, India, 387350, Contact: +91 9327828252, Email: <u>cs@sunliteindustries.com</u>



12. The Detailed Procedure with respect to remote e-voting is mentioned below in the notice

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins from 9:00 am (IST) on Saturday, 28th December, 2024 upto Sunday, 26th January, 2025. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 20th December, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) <u>In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9,</u>
 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding



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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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. |
| | 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |



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| Individual Shareholders holding securities in demat mode with NSDL Depository | If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 website for casting your vote during the remote e-Voting service provider website for casting your vote during the remote e-Voting service provider mame and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting service provider website for casting your vote during the remote e-Voting period. | |
| Individual Shareholders (holding securities in demat mode) login through their Depository | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 | |

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| vote during the remote e-voting period. | (DP) re | mpany name or e-Voting service provider name and you will be directed to e-Voting service provider website for casting your te during the remote e-Voting period. |
|---|---------|---|
|---|---------|---|

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.

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

| Login type | Helpdesk details |
|---|---|
| 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 <u>helpdesk.evoting@cdslindia.com</u> or contact at toll free no. 1800 21 09911 |
| 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 |

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website <u>www.evotingindia.com</u>.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,



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c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to <u>www.evotingindia.com</u> and voted on an earlier e-voting of any company, then your existing password is to be used.

| | For Physical shareholders and other than individual shareholders | |
|----------------|---|--|
| | holding shares in Demat. | |
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax | |
| | Department (Applicable for both demat shareholders as well as | |
| | physical shareholders) | |
| | • Shareholders who have not updated their PAN with the | |
| | Company/Depository Participant are requested to use the sequence | |
| | number sent by Company/RTA or contact Company/RTA. | |
| Dividend | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy | |
| Bank | format) as recorded in your demat account or in the company records | |
| Details | in order to login. | |
| OR Date | • If both the details are not recorded with the depository or | |
| of Birth | company, please enter the member id / folio number in the Dividend | |
| (DOB) | Bank details field. | |

6) If you are a first-time user follow the steps given below:

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non Individual Shareholders and Custodians –For Remote Voting only.

• Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <u>www.evotingindia.com</u> and register themselves in the "Corporates" module.



• A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <u>helpdesk.evoting@cdslindia.com</u>.

• After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

• The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

• It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

• Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@sunliteindustries.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to <u>helpdesk.evoting@cdslindia.com</u> or contact at toll free no. 1800 21 09911



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All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to <u>helpdesk.evoting@cdslindia.com</u> or call at toll free no. 1800 21 09911



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 & 110 OF THE COMPANIES ACT, 2013: ITEM NO.1:

APPOINTMENT OF M/S. GOPAL SHAH & CO (FRN: 130052W), CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY

As the members are aware that M/s Abhishekkumar & Associates, Chartered Accountants (FRN-130052W), Statutory Auditor of the Company have been resigned w.e.f. 10/12/2024 and said resignation resulting into a casual vacancy in the office of Statutory Auditors of the Company under the provision of Section 139(8) of the Companies Act, 2013.

Since, a casual vacancy, in terms of Section 139(8) of the Companies Act, 2013, caused by the resignation of auditors to be filled by the Board of Directors within thirty days, but if such casual vacancy is as a result of the resignation of an auditor, such appointment shall also be approved by the company at a general meeting convened within three months of the recommendation of the Board and as per recommendation of Audit Committee, the Board of Directors proposes to appoint M/s. Gopal Shah & Co (FRN: 130052W), Chartered Accountants as the Statutory Auditors of the Company who shall hold the office as statutory auditor till the conclusion of ensuing Annual General Meeting on such remuneration as may be decided by the Board, to fill the casual vacancy caused by the resignation of M/s. Abhishekkumar & Associates, Chartered Accountants (FRN-130052W), Statutory Auditor.

M/s. Gopal Shah & Co (FRN: 130052W), Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the section 139(1) of the Companies Act, 2013.

The Board recommends the Resolutions set forth in Item Nos. 1 for the approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item Nos. 1 of the Notice.

By Order of the Board of Directors SUNLITE RECYCLING INDUSTRIES LIMITED

Place: Ahmedabad Date: 26/12/2024

Nitin Kumar Heda Managing Director (DIN: 00383855)

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