

# RISHAB SPECIAL YARNS LIMITED

REG .OFFICE: 2070, RASTA BARA GANGORE, JAIPUR- 302003, RAJASTAN, INDIA

CIN: L17114RJ1987PLC004067

Email: compliance.rsy@gmail.com, Website :www.rishabspecial.in, Tel.: 0141-2575213

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November 20, 2023

To,  
Department of Corporate Relations  
BSE Limited  
P.J Tower, Dalal Street, Fort  
Mumbai-400001

Dear Sir/Madam  
Ref: Security/Scrp Code: 514177

**Sub: Outcome of Board Meeting**

Pursuant to Regulation 30 and other applicable regulations of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company, at its meeting held today i.e., Monday, November 20, 2023 has considered and transacted the following business:

1. The Board has approved the Notice of the postal ballot. The Notice of the postal ballot will be available on the website of the Company and will be submitted to the Stock Exchanges in due course.

The meeting of the Board of Directors commenced at 06:00 P.M. and concluded at 07.00 P.M. Kindly take the above document on your record.

Thanking you

Yours faithfully

For Rishab Special Yarns Ltd

*Sanj*  
Sanjay Kumar Agrawal  
Managing Director  
DIN: 05308288  
Place: Jaipur



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To,  
BSE Limited  
Department of corporate services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.

Scrp Code: 514177

Dear Sir/ Madam,

Sub: Submission of Postal Ballot Notice

This is to inform you that in continuation with the announcement made on 11th November, 2023 for appointment of Statutory Auditor of Company, please find attached Postal Ballot Notice dated 20th November, 2023 for your information and records.

Further please find below the timeline for your reference and records.

BENPOS Date for Sending Notice	17-11-2023
Date of Completion of Dispatch	20-11-2023
Cut Off Date	17-11-2023
Remote e-Voting Start Date	21-11-2023
Remote e-Voting Start Time	09:00 AM
Remote e-Voting End Date	20-12-2023
Remote e-Voting End Time	5:00 P.M.
Date of deemed Meeting for approval through Postal Ballot i.e. last day of E-voting	20-12-2023

We request you to kindly take the above information on record.

Thanking you

Yours faithfully

For RISHAB SPECIAL YARNS LIMITED,

*Sanjay*  
Sanjay Agrawal  
Managing Director  
DIN: 05308288  
Date: 20-11-2023



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## Postal Ballot Notice

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

To the Members of the Company,

NOTICE is hereby given pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("Companies Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings ("SS-2"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws and regulations, it is proposed to seek the consent of the members ("Members") of RISHAB SPECIAL YARNS LIMITED ("Company"), for the resolutions appended below, through Remote Electronic Voting ("E-Voting") only.

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and the reasons thereof, is appended, Pursuant to Rule 22(5) of the Rules. The Board of Directors ("Board") in its meeting held on November 20, 2023 has appointed M/S. SHRAVAN A. GUPTA & ASSOCIATES, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot and E-Voting process in a fair and transparent manner. He has communicated his willingness to be appointed and will be available for the said purpose. Section 110 of the Act and the Rules provide for passing of resolutions by postal ballot. In terms of said Section of the Act and the Rules, a company may, and in case of resolutions relating to such business as the Central Government may, by notification, declare to be conducted only by postal ballot, shall, get any resolution (other than ordinary business and any business in respect of which directors or auditors have right to be heard at any meeting) passed by means of postal ballot, instead of transacting the business in general meeting of the Company.

Further, in terms of the circulars issued by the Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 read with other relevant circulars, including General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("General Circulars") ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder, that the resolution(s) appended below are proposed to be passed by the shareholders of the Quality RO Industries Limited ("Company") through postal ballot by remote e-Voting process ("E-Voting").

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The requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. In compliance with the provisions of the Companies Act, SEBI Listing Regulations and the MCA Circulars, the Postal Ballot through remote E-Voting is being initiated to transact business(es) as set out in this Notice. The Company has engaged Centra Depository Securities Limited (CDSL) for facilitating the remote e-voting system. The remote e-voting period commences on The cut-off date for the purpose of determining eligibility of members for voting has been fixed as Friday, November 17, 2023 ("Cut-off Date"). Notice of the Postal Ballot will also be available on the Company's website : [www.rishabspecial.in](http://www.rishabspecial.in), websites of the Bombay Stock Exchange of India Limited ("Stock Exchange") <https://www.bseindia.com/>, on the website of Centra Depository Securities Limited ("CDSL") i.e. at <https://web.cdslindia.com/mveasi/home/login> or visit [www.cdslindia.com](http://www.cdslindia.com) members are requested to read carefully the instructions for remote e-voting given in the Notes forming part of this Notice.

The draft resolutions proposed to be passed by way of Postal Ballot and the Explanatory Statement setting out the material facts concerning the said resolution and the reasons thereof, are annexed hereto for your consideration. The Board of Directors of the Company ("Board"), at its meeting held on Monday, November 20, 2023, has appointed M/s. Shraavan A, Gupta & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the E-voting process in a fair and transparent manner. In compliance with the requirements of the MCA Circulars, Members are required to communicate their assent or dissent through the remote e-voting system only. You are requested to carefully read all the instructions given in the Notes.

E-Voting shall commence on Tuesday, November 21, 2023 (9.00 a.m. IST) and ends on Wednesday, December 20, 2023 (5.00 p.m. IST). The Scrutinizer shall submit his report to the Chairman of the Company after completion of scrutiny of the e-voting on or before December 23, 2023 and, the results of the voting shall be declared by the Chairman of the Company on or before December 23, 2023 at Company's Registered Office. The results along with the Scrutinizer's Report will be placed on the Company's website i.e., [www.rishabspecial.in](http://www.rishabspecial.in) and on the e-voting system link of Central Depository Securities Limited i.e., at [www.cdslindia.com](http://www.cdslindia.com) home page or click on <https://evoting.cdslindia.com/Evoting/EvotingLogin>. The same shall simultaneously be communicated to the Bombay Stock Exchange of India Limited on which the shares of the Company are listed. Members should note that in terms of the General Circulars issued by the Ministry of Corporate Affairs, the Company is pleased to offer e-Voting facility to all its shareholders to cast their votes electronically and no physical ballot form is being dispatched by the Company. The shareholders holding equity shares whether in dematerialised form or in physical form, shall be able to vote by way of e-Voting.

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ITEM NO. 1 Appointment of M/s. Bhattar & Pallwal ,Chartered Accountants, as Statutory Auditors to fill up the casual vacancy, caused due to resignation of M/s. NITIN GAMI & ASSOCIATES ,Chartered Accountants.

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

\*RESOLVED THAT pursuant to the provisions of Section 139 & 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force M/s. Bhattar & Pallwal., Chartered Accountants, Firm Registration No. 131411W with the Institute of Chartered Accountants of India (ICAI) having a Peer review Certificate issued by the Peer Review Board of ICAI, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. NITIN GAMI & ASSOCIATES ., Chartered Accountants, (Firm Registration No. 332567E) (the existing Statutory Auditors, for the current Financial Year 2023-24 & to hold office till the conclusion of Next Annual General Meeting to be held in the calendar year 2023-24, Meeting to be held in the calendar year 2023-24, at a remuneration as mutually agreed upon by the Board of Directors and the Auditors. if so required under the Act), at such remuneration including applicable taxes and out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members."

Place- Jaipur

Date- Monday, November 20, 2023

For RISHAB SPECIAL YARNS LIMITED ,

Sd/-

*Sanj*

Sanjay Agrawal  
Managing Director  
(DIN: 05308288)



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## Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts relating to the business stated are annexed hereto.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, November 7, 2023 ("Cut-Off Date") received from the Depositories and whose email address is registered with the Company / Registrar and Transfer Agent / Depository Participants/Depositories.
3. This Postal Ballot Notice will also be available on the Company's website at : [www.rishabspecial.in](http://www.rishabspecial.in) websites of the Stock Exchanges, that is, Bombay Stock Exchange of India Limited [www.bseindia.com](http://www.bseindia.com) and on the website of RTA " Company's Registrar and Transfer Agent M/s Link Intime India Pvt. Ltd at: [www.Linkintime.co.in](http://www.Linkintime.co.in)
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. (i) Member who have not registered their e- mail address are requested to register the same with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered/updated their e-mail address with the Company, are requested to register /update their e-mail address by submitting Form ISR-1 (available on the website of the Company ([www.rishabspecial.in](http://www.rishabspecial.in)) and Registrar (Link Intime India Pvt. Ltd) of the Company ([www.Linkintime.co.in](http://www.Linkintime.co.in) ) duly filled and signed along with requisite supporting documents to the Company Registered Office address at Office 2070, RASTA BARA GANGORE, JAIPUR- 302003,RAJASTAN, INDIA.
5. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
6. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-voting facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically. The Company has engaged the services of CDSL as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the Members are requested to read carefully before casting their vote.
8. The e-voting period commences at 9:00 a.m. (IST) on Tuesday, November 21, 2023 (9.00 a.m. IST)and ends on Wednesday, December 20, 2023. Members of the Company holding shares in physical or

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electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

9. The vote in this Postal Ballot cannot be exercised through proxy.

## PROCEDURE FOR E-VOTING:

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

The way to vote electronically on CDSL e-Voting system consists of "Two Steps" which are mentioned below:  
THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (ii) 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.
- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/mveasi/home/login">https://web.cdslindia.com/mveasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System My easi.</li><li>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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/mveasi/Registration/EasiRegistration">https://web.cdslindia.com/mveasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing De-mat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/Evotinglogin">https://evoting.cdslindia.com/Evoting/Evotinglogin</a>The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the De-mat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"><li>1) 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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 or joining virtual meeting &amp; voting during the meeting.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp</a></li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 de-mat 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li></ol>



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Individual Shareholders (holding securities in demat mode) login through their Depository Participants

You can also login using the login credentials of your de-mat 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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 de-mat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact person: Mr. Vijay Kamble and CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact to Mr. Nitin Amburo and NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22-44 30

If you are a first-time user follow the steps given below: Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in De-mat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- 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,
  - 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 de-mat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

PAN	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b> Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• 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.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your de-mat account or in the company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

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

- (iv) 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 de-mat 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.
- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vi) Click on the EVSN for the Rishab Special Yarns Limited on which you choose to vote.
- (vii) 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.
- (viii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (ix) 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.
- (x) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xii) If a de-mat 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.
- (xiii) **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 [www.evotingindia.com](http://www.evotingindia.com) 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 [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com)
  - 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 should be mailed to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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 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: [compliance.rsyl@gmail.com](mailto:compliance.rsyl@gmail.com), designated email address by company, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

The e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com) or contact at t 1800 22 55 33, 022- 23068738 and 22-23058542-43.

All grievances connected with the facility for voting by electronic means may be addressed to (CDSL ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Malafal Mill Compounds, N M Joshi Marg, Lower Panel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com) or call on 1800 22 55 33022-23058542/43.

# RISHAB SPECIAL YARNS LIMITED

REG .OFFICE: 2070, RASTA BARA GANGORE, JAIPUR- 302003, RAJASTAN, INDIA

CIN: L17114RJ1987PLC004067

Email: compliance.rsyl@gmail.com, Website :www.rishabspecial.in Tel.: 0141-2575213

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

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As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned under Item No. 1 of the accompanying Notice. Item No. 1:

### **APPOINTMENT OF M/s. BHATTER & PALIWAL, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CAUSED BY RESIGNATION OF M/s NITIN GAMI & ASSOCIATES., CHARTERED ACCOUNTANTS:**

M/s NITIN GAMI & ASSOCIATES, Chartered Accountants, (ICAI Firm Registration No. 304040E), was appointed as statutory auditor of the Company by the members at their AGM held on 30<sup>th</sup> September 2023 for a period of 5 years to hold office from the conclusion of this AGM until the conclusion of 40TH AGM of the Company to be held in calendar year 2028 but M/s NITIN GAMI & ASSOCIATES, Chartered Accountants has resigned on 31<sup>st</sup> October, 2023 before completion of its term, from the position of Statutory Auditors due to more Statutory Compliances in Listed Company and not a peer review Auditor.

Accordingly, the Audit Committee and Board of Directors of the Company aligned the reasons stated in the resignation letter received from the Auditors. Hence the resignation of NITIN GAMI & ASSOCIATES., before completion of its term as auditor caused a casual vacancy in the office of Statutory Auditors as per the provisions of section 139(8) of the Companies Act, 2013 and casual vacancy so caused by the resignation of auditors can only be filled up by the Company after taking consent of the members.

Accordingly the Board, on the basis of recommendation of Audit Committee, proposes that M/s. BHATTER & PALIWAL, Chartered Accountants (ICAI Firm Registration No. 131411W), be and is hereby appointed as the Statutory Auditors of the Company w.e.f. 1<sup>st</sup> November, 2023 to hold office upto the conclusion of next Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of said M/s. NITIN GAMI & ASSOCIATES., (ICAI Firm Registration No. 304040E). M/s. BHATTER & PALIWAL., Chartered Accountants, have conveyed their consent to be appointed as the Statutory

Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

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M/s.BHATTER & PALIWAL., Chartered Accountants (ICAI Firm Registration No. 131411W), is a firm of Chartered Accountants and have experience in various types of audits including Statutory Audits, Internal Audits, Stock Audits, Due Diligence and Investigation assignments .The firm has experience in auditing different kinds of entities including Large Corporates, Small and Medium sized entities, Multi locational entities etc.

The Audit Firm has valid Peer Review certificate.

The proposed resolution is in the interest of the Company and your Directors recommend the resolution set out in the Notice for your approval.

We request you to kindly take the above information on record.

Thanking you

Yours faithfully

By Order of Board,

For RISHAB SPECIAL YARNS LIMITED ,

Sd/-

*Sanjay*

Sanjay Agrawal  
Managing Director  
(DIN: 05308288 )

Encl. Notice of postal ballot

Place-Jaipur

Dated:20.11.2023

