AMCO
AMCO INDIA LTD.
CORPORATE OFFICE :
C-53-54, SECTOR-57, PHASE-III,
DISTT. GAUTAMBUDH NAGAR,
NOIDA - 201307 (U. P.)
CIN : L74899DL1987PLC029035
PH. : 0120 - 4601500
FAX : 4601548
E-mail : amco.india@ymail.com
Website : www.amcoindialimited.com
Udyog Aadhar No. : UDYAM-UP-28-0009645
Manufacturers of PVC Films, Sheetings & Aluminium Foil

3rd September, 2025

The Manager,
Corporate Service Department
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai, Maharashtra – 400 001

Dear Sir/Madam,

Sub.: Submission of Notice of 38th Annual General Meeting (AGM) of the Company.

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the copy of Notice of 38th Annual General Meeting of the Company scheduled to be held on Tuesday, 30th September, 2025 at 01.00 PM through (IST) through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM").

The Notice of the 38th Annual General Meeting is also available on the website of the Company at www.amcoindialimited.com.

Kindly take the same on record and oblige.

Thanking You.

Yours Faithfully
For Amco India Limited

PRIYANKA BENIWAL
Digitally signed by PRIYANKA BENIWAL
Date: 2025.09.03 15:01:59 +05'30'

Priyanka Beniwal
Company Secretary & Compliance Officer

Encl.: a/a.

NOTICE

Notice is hereby given that the 38th Annual General Meeting of the Members of Amco India Limited (CIN: L74899DL1987PLC029035) will be held on Tuesday, the 30th day of September, 2025 at 01:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM") to transact the following business(s):

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2025:

To receive, consider and adopt the audited financial statement containing the Balance Sheet as at 31st March, 2025 and the Profit and Loss Account for the financial year ended on that date along with the Cash Flow statements, Note & Schedules appended thereto together with the Boards' Report and the Auditors' Report thereon and in this regard, 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 134 of the Companies Act 2013, the audited financial statement containing the Balance Sheet as at 31st March, 2025 and the Profit and Loss Account ended on that date along with the Cash Flow statements, Note & Schedules appended thereto for the Financial Year ended 31st March, 2025 together with the Boards' Report and Auditors' Report thereon be and are hereby considered and adopted."

2. Re-appointment of Mrs. Vidhu Gupta, Director of the Company:

To consider appointment of a director in place of Mrs. Vidhu Gupta (DIN: 00026934), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment and if thought fit, to pass with or without modification(s), the following resolution as an ***Ordinary Resolution***:

"**RESOLVED THAT** Mrs. Vidhu Gupta (DIN: 00026934) who retires by rotation, and being eligible, offers herself for re-appointment be and is hereby re-appointed as Director of the Company."

SPECIAL BUSINESS:

3. Approval for the appointment of M/s. Tripti Shakya & Company, Company Secretaries as Secretarial Auditors of the Company:

To consider and approve the appointment of M/s. Tripti Shakya & Company, Company Secretaries as Secretarial Auditors of the Company for a period of five (5) consecutive years, and if thought fit, to pass the following resolution with or without modification(s) as an ***Ordinary Resolution***:

"**RESOLVED THAT** pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24 A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, if any,) and based upon the recommendation of Audit Committee and the approval of the Board of Directors of the Company, the consent of the members be and is hereby accorded for the appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company for a term of five (5) consecutive financial years commencing from the financial year 2025-26 to financial year 2029-30, on such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors."

"**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized for and on behalf of the Board of Directors to do all such acts, deeds, matters and things and to take all such steps as may be deemed necessary proper or incidental to give effect to the aforesaid resolution. "

4. Adoption of New Set of Articles of Association of the Company:

To consider and adopt a new set of Articles of Association of the Company in accordance with the provisions of the Companies Act, 2013 and if thought fit, to pass the following resolution with or without modification(s) as a ***Special Resolution***:

"**RESOLVED THAT** pursuant to the provisions of Section 5, 14 and any other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, if any) the approval of the members be and is hereby accorded for adoption of a new set of Articles of Association of the Company, based on the form set out in Table F of Schedule I of the Companies Act, 2013, in total exclusion, substitution and suppression of the existing Articles of Association of the Company."

"**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized for and on behalf of the Board to do all such act(s), deed(s), matters and things and to take all such steps as may be deemed necessary proper or incidental to give effect to the aforesaid resolution."

5. Ratification of remuneration of Cost Auditors of the Company:

To consider and ratify the remuneration of Cost Auditors and in this regard, to consider and if thought fit, to pass with or without modification(s), the following as an ***Ordinary Resolution***:

"**RESOLVED THAT** pursuant to the applicable provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit Rules) 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any, the remuneration of M/s. Gurvinder Chopra & Co., Cost Auditors (Registration No. 100260) of the Company as decided by the Board of Directors for financial year 2025-26 be and is hereby ratified and approved."

"**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized for and on behalf of Board of Directors to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper and incidental to give effect to the aforesaid resolution."

For **Amco India Limited**

sd/-
Rajeev Gupta
Chairman & Managing Director
DIN: 00025410
Address: C-53-54, Sector 57,
Noida, U.P.-201301

Place: Noida, U.P.
Date: 22.08.2025

NOTES:

1. The relative Explanatory Statement pursuant to section 102 of the Companies Act, 2013 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued thereunder, setting out material facts concerning the businesses mentioned in the Notice, is annexed hereto.

2. Pursuant to General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December, 2021, 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs, Government of India, ("MCA Circulars"), permitted convening the Annual General Meeting ("AGM"/"Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. Accordingly, the 38th Annual General Meeting of the Company will thus be held through video conferencing or other audio visual means. Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. **Pursuant to MCA Circular No. 14/2020 dated 8th April, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. As this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with**. Accordingly, the Proxy Form and Attendance Slip are not annexed hereto.

4. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, authorized representatives of the members such as the President of India or the Governor of a State or body corporate can attend this AGM through VC/OAVM and cast their votes through e-voting. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company at investorcommamco@gmail.com, a certified copy of the Board Resolution before the date of 38th Annual General Meeting authorizing their representative to attend and vote on their behalf at the Meeting.

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

5. In compliance with the MCA Circulars and SEBI Circular dated 5th May, 2020 & 12th May, 2020, Notice of the AGM along with the Annual Report 2024-25 is being sent through electronic mode only to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the website of the Company at www.amcoindialimited.com and also on the website of BSE Limited at www.bseindia.com and website of CDSL at www.evotingindia.com for the reference and download by members.

6. For receiving all communication (including Annual Report) from the Company electronically:

a) Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company's RTA i.e Beetal Financial & Computer Services Private Limited at investor@beetalfinancial.com

b) Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant.

7. As per Regulation 40 of SEBI (LODR) Regulations, 2015 as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited for assistance in this regard.

8. The details as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and under Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India, in respect of appointment / re-appointment of a director are provided in Annexure A of this notice.

9. The Register of Members and Share Transfer Books of the Company will be closed from Wednesday, 24th September, 2025 to Tuesday, 30th September, 2025 (both days inclusive) in connection with the 38th Annual General Meeting.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to Company's Registrars and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited.

11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in Electronic/Demat form, the nomination form may be filed with the respective Depository Participant.

12. Members holding physical shares in multiple folios in identical name are requested to send their share certificates to Company's Registrar & Share Transfer Agent, M/s. Beetal Financial & Computer Services Private Limited for consolidation.

13. In case of any query, members are requested to send the same to the Company at least 10 days before the date of the meeting so that information can be made available at the meeting.

14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting & e-voting at meeting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited [CDSL] for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of 38th Annual General Meeting of the Company will be provided by CDSL.

15. The facility of casting the votes will be provided by Central Depository Services (India) Limited [CDSL] to the members who are the members as on Tuesday, 23rd September, 2025 being the "Record Date" fixed for the purpose, to exercise their right to vote at the 38th AGM by electronic means through the e-voting platform.

16. The members are requested to note that:

i. if a member has exercised his voting right through remote e-voting he shall not be entitled to caste vote through e-voting system at VC/OAVM Annual General Meeting.

ii. once the vote on a resolution is cast by the member through remote e-voting or e-voting at AGM, the member shall not be allowed to change it subsequently or cast the vote again.

iii. a member may participate in the AGM via VC/OAVM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again.

17. A person who is not the member of the Company as on record/cut-off date shall treat this notice for the purpose of information only.

18. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the date of the 38th Annual General Meeting i.e. 30th September, 2025.

19. The voting rights of shareholders shall be in proportion to their share/s in the paid up equity share capital of the Company as on the cut-off date (record date) of Tuesday, 23rd September, 2025.

20. The Company has appointed M/s. Mohit Bajaj & Associates, Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process & e-voting at the 38th Annual General Meeting in fair and transparent manner.

21. The Scrutinizer shall, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The result of e-voting will be declared within two working days from the conclusion of the Meeting and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company at www.amcoindialimited.com and on the website of CDSL www.evotingindia.com. The result will simultaneously be communicated to the stock exchange i.e BSE Limited. The results will also be displayed at the Registered office and at the Corporate office of the Company.

22. The procedure and instructions for remote e-voting & e-voting during 38th Annual General Meeting are produced hereunder for easy reference:

INSTRUCTION FOR REMOTE E-VOTING AND E-VOTING DURING AGM:

(i) The Members can join the 38th AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

(ii) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETING ARE AS UNDER:

(i) The remote e-voting period begins on Saturday, 27th September, 2025 at 10:00 A.M. (IST) and ends on Monday, 29th September, 2025 at 05.00 P.M. (IST). During this period the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, 23rd September, 2025 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.

(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 evoting process.

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

(iv) 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:

Type of share-holders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.

	2) 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 & My Easi New (Token) 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.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	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: 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 or joining virtual meeting & voting during the meeting. 2) 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 3) 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 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. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or 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 & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	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 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 above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat 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 CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com 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 e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website 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 demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	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 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 demat account or in the company records in order to login. • 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.

(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 Amco India Limited.

(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, 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 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@cdslindia.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 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; investorcommamco@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.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

(i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

(ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

(iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

(iv) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

(v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(vi) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

(vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 (ten) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investorcommamco@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 (ten) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile

number at investorcommamco@gmail.com. These queries will be replied to by the company suitably by email.

(viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.

(ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

(x) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NUMBER ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

(i) 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 at** investorcommamco@gmail.com/ **RTA at** investor@beetalfinancial.com.

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

(iii) 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.

23. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 06:00 pm) on all working days, upto the date of the 38th Annual General Meeting of the Company.

24. For any further details in this regard including the grievances connected with the voting by electronic means, you may contact:

i. **M/s. Beetal Financial & Computer Services Private Limited**
(RTA of the Company)
Beetal House, 3rd Floor, 99, Madan Gir,
Behind Local Shopping Centre, Dada
Harsukhdas Mandir, New Delhi- 110062.
Ph. No.: 011-29961281-82.
Email: investor@beetalfinancial.com

ii. **M/s. Central Depository Services (India) Limited**

If you have any queries or issues or grievances regarding attending AGM & e-Voting from the CDSL e-Voting System, the same 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 you can write an email to helpdesk.evoting@cdslindia.com or call at toll free number 1800 21 09911.

25. Investor Communications Centre:

In order to facilitate quick and efficient service to the shareholders, the company has set up an Investor Communications Center at its Corporate Office, Noida. Shareholders may contact at the under-mentioned address for any assistance including the one connected with the voting by electronic means:

The Company Secretary,
Investor Communications Center,
Amco India Limited
Corporate Office: C-53 & 54, Sector-57, Noida, U.P.- 201301
Tel: 0120-4601500, Fax: 0120-4601548
E-mail (General): amco.india@ymail.com
Email: (Investor Communications): investorcommamco@gmail.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013/ ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The following statement sets out all material facts relating to Special Businesses mentioned in the accompanying Notice:

Item No. 3

Appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company.

The Board of Directors of the Company, at its meeting held on 22nd August, 2025, based upon the recommendation of the Audit Committee, approved the appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company for a term of five (5) consecutive financial years, commencing from financial year 2025-26 up to the financial year 2029-30, to conduct Secretarial Audit of the Company for the said period. The appointment of Secretarial Auditor shall be subject to the approval by the Members at the general meeting.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, the consent of the shareholders is sought for the appointment of Tripti Shakya & Company as the Secretarial Auditors of the Company.

Tripti Shakya & Company, a peer-reviewed firm of Practising Company Secretaries, is registered with the Institute of Company Secretaries of India (ICSI). The firm was established in 2020 and is based in Ghaziabad. The firm has an established track record in providing a wide spectrum of professional services in the areas of corporate laws, secretarial compliances, governance advisory, secretarial audits, corporate governance advisory, due diligence, and allied matters. Its service portfolio further extends to advisory on securities laws, SEBI compliances, representation before regulatory authorities, FEMA and RBI compliances, setting up of companies/LLPs, advisory on listing regulations, and related corporate advisory services. The firm serves a diverse clientele across various sectors.

The Company has received a consent from M/s. Tripti Shakya & Company confirming their eligibility to undertake the Secretarial Audit of the Company. The firm has further confirmed that the proposed appointment is within the prescribed limits under ICSI guidelines for undertaking maximum number of secretarial audit.

The proposed fees in connection with the secretarial audit shall be INR 60,000/- (Rupees Sixty Thousand only) plus applicable taxes and other out-of-pocket expenses. However, in case of revision in fees in any subsequent year(s) of their term, such revision/modification shall be, as may be mutually agreed between the Board of Directors and Tripti Shakya & Company. Additional fees for statutory certifications and other professional services, if availed, will be determined separately by the management, in consultation with Tripti Shakya & Company, and will be subject to approval by the Board of Directors and/or the Audit Committee.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

Item No. 4

Adoption of new set of Articles of Association of the Company.

In order to align the existing Articles of Association ("AOA") with the provisions of the Companies Act, 2013, the Board of Directors at it's meeting held on 22nd August, 2025, subject to the approval of members of the Company at the ensuing Annual General Meeting ("AGM"), approved the proposal to adopt an entirely new set of Articles of Association based on the model form prescribed in Table F of Schedule I of the Companies Act, 2013.

The existing AOA was framed in accordance with the provisions of the erstwhile Companies Act, 1956, which has since been repealed and replaced by the Companies Act, 2013. Consequently, several provisions in the existing AOA contain references to specific sections of the Companies Act, 1956, and certain regulations are no longer consistent with the provisions of the Companies Act, 2013.

Accordingly, the approval of the Members of the Company is being sought at the ensuing AGM to adopt a new set of AOA of the Company, in substitution for and to the exclusion of the existing AOA.

In accordance with the provisions of Section 14 of the Companies Act, 2013, any alteration to the Articles of Association requires the approval of the Members by way of a Special Resolution. Accordingly, the Board recommends the Special Resolution set out at Item No. 4 of the Notice for the approval of the Members.

A copy of the draft AOA is 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 the AGM.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 5

Ratification of remuneration of Cost Auditors:

The Board of Directors of the Company in their meeting held on 22nd August, 2025, based upon the recommendation of the Audit Committee appointed M/s. Gurvinder Chopra & Co., Cost Accountants (FRN: 100260) as the Cost Auditors of the Company for the financial year 2025-26, to conduct the audit of cost records maintained by the Company, at an annual remuneration of INR 70,000/- plus out of pocket expenses and applicable taxes.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors for the financial year 2025-26.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the resolution set out at Item No. 5 of the Notice for approval by the Members by way of an Ordinary Resolution.

For **Amco India Limited**

sd/-
Rajeev Gupta
Chairman & Managing Director
DIN: 00025410
Address: C-53-54, Sector 57,
Noida, U.P. 201301.

Place: Noida, U. P
Date: 22.08.2025

Annexure A

Pursuant to SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meeting the details of Director retiring by rotation & being appointed in the 38th Annual General Meeting scheduled on Tuesday, 30th September, 2025 is provided below:

Particulars/ Name of Director	**Mrs. Vidhu Gupta**
Date of Birth & Age	23.01.1969 (57 years)
Date of Appointment	30.07.2014
Experience	Expertise in managing the day to day affairs of Company & implementation of the Company's project.
Expertise in Specific Functional Areas	Project's Implementation
Qualification	Graduate
Board Membership of Companies as on 31st March, 2025	- Amco India Ltd. - AMC Coated Fabrics Private Limited
Chairman / member of the Committee of Directors of the Companies in which he/she is a Director as on 31st March, 2025. a. Audit Committee b. Stakeholders Relationship Committee c. Nomination & Remuneration Committee d. Other Committees	**Amco India Limited** **i.** Member of Nomination & Remuneration Committee; and **ii.** Member of Stakeholders Relationship Committee. **Others** - Nil
Number of Shares held of Amco India Limited	1,73,053
Number of Meetings of the Board attended during the year 2024-25	9 (Nine)
Remuneration last drawn	2,00,000/- P.M. (upto 20th June, 2024)
Relationship with other directors	Relative (spouse) of Mr. Rajeev Gupta.