

AIMCO PESTICIDES LIMITED

(AN ISO 9001 : 2015, 14001 : 2015, 45001 : 2018 CERTIFIED)

H. O.: "AIMCO HOUSE", 8th Road, P.B. NO. 6822, Santacruz (E), Mumbai - 400 055. (India)

Tel : +91-22-6760 4000 • Fax : +91-22-6760 4060 / 70

E-mail : aimco@aimcopesticides.com • Web Site : www.aimcopesticides.com

CIN NO. L 24210MH1987PLC044362



Ref.: APL/CO/BSE/46/2023-24

February 26, 2024

To,
The Department of Corporate Services
BSE Limited
P. J. Towers, 1st Floor,
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

Subject: Submission of Postal Ballot Notice- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Reference: Aimco Pesticides Limited (Script Code: 524288)

In continuation to our letter dated February 13, 2024, please find the enclosed postal ballot Notice dated February 13, 2024 for seeking approval of the members of the Company by way of a special resolution for following special business through remote e-voting:

Sr.No	Businesses to be transacted through Postal Ballot	Resolution Type
1.	To approve the change in designation of Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865), aged 70 years, from Managing Director to Executive Whole-Time Director of the Company.	Special
2.	To consider and approve, the change in designation of Dr. Samir Pradip Dave (DIN: 00184680), aged 57 years, from Executive Whole-Time Director to Managing Director of the Company.	Special

In compliance with the provisions of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, and other relevant Circulars issued by the Ministry of Corporate Affairs from time to time, the Notice of Postal Ballot is being sent only through electronic mode to all the members whose e-mail addresses are



AIMCO PESTICIDES LIMITED
Regd. Office : B1/1, M.I.D.C. Industrial Area, Lote Parshuram, P.B. No. 9,
Village Awashi, Dist. Ratnagiri - 415 707, Maharashtra
Phone : (02356) 272136 / 272137 / 272138



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registered with the Company/Depositories and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on cut-off date i.e. **Friday, February 23, 2024.**

The Company has engaged the services of Link Intime India Private Limited to provide remote e-voting facility to its Members. **The remote e-voting period will remain open for the Members for exercising their vote from Wednesday, February 28, 2024, at 9:00 a.m. (IST) and shall end on Thursday, March 28, 2024, at 5:00 p.m. (IST) (both days inclusive).** Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid up equity share capital of the Company as on the Cut-Off date i.e., Friday, February 23, 2024.

The results of the Postal Ballot will be announced by the Company not later than two working days from the conclusion of the postal ballot e-voting.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Aimco Pesticides Limited

Reema Manoj Vara
Company Secretary and Compliance Officer
ACS No. 71824

Encl.: as above



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POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, each as amended]

VOTING STARTS ON	VOTING ENDS ON
Wednesday, February 28, 2024, at 09.00 A.M. (IST)	Thursday, March 28, 2024, at 05.00 P.M. (IST)

Dear Member(s),

Notice ("Notice") is hereby given that pursuant to the provisions of Section 110 of the Companies Act, 2013 (the "Companies Act"), read Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Management Rules") and other applicable provisions of the Act and the Rules, including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and Secretarial Standard - 2 on General Meetings ("SS - 2") issued by the Institute of Company Secretaries of India, and other applicable laws and regulations, if any, that the resolutions appended below as set out in this Notice, the details of which are set out in the Explanatory Statement attached to this Notice, is proposed for the consideration of the Members of the Company, to be passed as a special resolution by way of postal ballot only by voting through electronic means ("remote e-voting").

A detailed explanatory statement pertaining to said resolution, in accordance with the provisions of Sections 102, 110 and other applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulation, is annexed hereto.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Management Rules, 2014, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, this notice for postal ballot ("Postal Ballot Notice") is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ the Company's Registrar and Share Transfer Agent or the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (together referred to as "Depositories") / their depository participant.



The Company has engaged the services of M/s. Link Intime India Private Limited, for providing e-voting facilities in a secure manner.

Pursuant to Rule 22(5) of the Management Rules, the Company has appointed M/s. Sahasrabuddhe Parab & Co. LLP, Company Secretaries, as the scrutinizer (the "Scrutinizer") for conducting the postal ballot process through remote e-voting, in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the said purpose.

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Management Rules and Regulation 44 of the SEBI Listing Regulations, the Company is offering remote e-voting facility to all Members to enable them to cast their votes electronically. Members are requested to follow the procedure as stated in the notes and instructions for casting of votes by e-voting.

The remote e-voting period commences from 9:00 a.m. (IST) on Wednesday, February 28, 2024 and ends at 5:00 p.m. (IST) on Thursday, March 28, 2024. The E-voting module will be disabled / blocked thereafter for voting by the members. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

The Scrutinizer will submit their report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot as soon as possible but not later than two working days from the conclusion of the postal ballot e-voting. The Scrutinizer's decision on the validity of votes cast will be final.

The results declared along with the Scrutinizer's Report(s) will be placed on the Company's website www.aimcopesticides.com and communicated to the Stock Exchange where the equity shares of the Company are listed i.e. BSE Limited ("BSE") at www.bseindia.com, in accordance with the provisions of the Companies Act, and the same shall be displayed on the website of the e-voting service provider i.e. Link Intime India Private Limited at <https://www.linkintime.co.in/>.

The Resolutions, if passed by requisite majority, will be deemed to have been passed on the last date specified for e-voting i.e., March 28, 2024.

SPECIAL BUSINESS:

- 1. To consider and approve, the change in designation of Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865), aged 70 years, from Managing Director to Executive Whole-Time Director of the Company.**

To consider, and if thought fit to pass, the following resolution as a **Special Resolution**:

"RESOLVED THAT in continuance of earlier resolution(s) passed in this regard and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013, ("Act"), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Articles of Association & Schedule V to the Act (including any statutory modification(s) or reenactment(s) thereof, for time being in force) and all guidelines for managerial



remuneration issued by the Central Government from time to time, and subject to such other consent(s)/approval(s) as may be required, the consent of the members of the Company be and is hereby accorded for change in designation of Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865), who is of the age of 70 years, from "Managing Director" to "Executive Whole-Time Director", liable to retire by rotation with effect of February 14, 2024, for the remaining period of her tenure of directorship i.e. upto August 13, 2025 on such terms and conditions as set out in the agreement executed between the Company and Mrs. Elizabeth Chandraprakash Shrivastava on a monthly remuneration of Rs. 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be, which is exclusive of payment of allowable retirement benefits to Mrs. Elizabeth Chandraprakash Shrivastava, at par with other Company's employees/ executives.

RESOLVED FURTHER THAT the Board of Director(s) of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Mrs. Elizabeth Chandraprakash Shrivastava, as the Executive Whole-Time Director which, shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the period of tenure of Mrs. Elizabeth Chandraprakash Shrivastava, as the Executive Whole Time Director, the remuneration and perquisites set out as aforesaid be paid or granted to her as minimum remuneration and perquisites, and deemed to be the applicable ceiling limit in terms of Section 197 and Schedule V of the said Act and the Listing Regulations as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force read with the present resolution.

RESOLVED FURTHER THAT the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

- 2. To consider and approve, the change in designation of Dr. Samir Pradip Dave (DIN: 00184680), aged 57 years, from Executive Whole-Time Director to Managing Director of the Company.**

To consider, and if thought fit to pass, the following resolution as a **Special Resolution:**

"RESOLVED THAT in continuance of earlier resolution(s) passed in this regard and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013, ("Act"), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Articles of Association & Schedule V to the Act (including any statutory modification(s) or reenactment(s) thereof, for time being in force) and all guidelines for managerial remuneration issued by the Central Government from time to time, and subject to such other consent(s)/approval(s) as may be required, the consent of the members of the Company be and is hereby accorded for change in designation of Dr. Samir Pradip Dave (DIN: 00184680), who is of the age of 57 years, from "Executive Whole-Time Director" to "Managing Director", liable to retire by rotation with effect of February 14, 2024, for the remaining period of his tenure of directorship i.e. upto March 31, 2025 on such



terms and conditions as set out in the agreement executed between the Company and Dr. Samir Pradip Dave on a monthly remuneration of Rs. 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalized on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be, which is exclusive of payment of allowable retirement benefits to Dr. Samir Pradip Dave, at par with other Company's employees/ executives.

RESOLVED FURTHER THAT the Board of Director(s) of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Dr. Samir Pradip Dave, as the Managing Director which, shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the period of tenure of Dr. Samir Pradip Dave, as the Managing Director, the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites, and deemed to be the applicable ceiling limit in terms of Section 197 and Schedule V of the said Act and the Listing Regulations as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force read with the present resolution.

RESOLVED FURTHER THAT the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors

For Aimco Pesticides Limited

Sd/-

Reema Manoj Vara

ACS No.: 71824

Company Secretary and Compliance Officer

Date: February 13, 2024

Place: Mumbai

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,

Lote Parshuram, Village: Awashi,

Taluka: Khed, District: Ratnagiri

415 707, Maharashtra, India.



NOTES:

1. The Explanatory statement pursuant to the provisions of Section 102 and 110 read with applicable rules of the Companies Act in respect of proposed special resolutions to be passed through postal ballot (via remote e-voting) is annexed hereto, for your consideration.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and to all members whose names appear on the Register of Members / List of Beneficial Owners as on February 23, 2024 as received from the Depositories. The MCA vide the MCA Circulars, has permitted companies to conduct the Postal Ballot by sending the Notice in electronic form only. Accordingly, physical 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. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only. In compliance with the provisions of Sections 108 and 110 of the Companies Act and Rules made thereunder and Regulation 44 of the SEBI Listing Regulations, the Company has provided the facility to the Members to exercise their votes electronically through remote e-voting facility provided by Link Intime India Private Limited ("RTA"). The instructions for remote e-voting are provided hereinafter.
3. The Notice is also available on the website of the Company at www.aimcopesticides.com, on the website of BSE Limited at www.bseindia.com and on the website of the Link Intime India Private Limited i.e., <https://www.linkintime.co.in/>.
4. Voting Rights of shareholders shall be in proportion to their equity share of the paid-up equity share capital of the Company as on **February 23, 2024**, i.e., "**Cut-Off date**". Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting. Members receiving the Notice of Postal Ballot whose names do not appear in the Register of Members/ Statement of Beneficial Ownership as mentioned above, should treat this notice for information purposes only.
5. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to investors@aimcopesticides.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID between the period February 28, 2024 to March 28, 2024.
6. In compliance with the provisions of Section 108 and Section 110 of the Companies Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 15 of this Notice.



7. The remote e-voting shall commence on Wednesday, February 28, 2024, at 9:00 a.m. (IST) and shall end on Thursday, March 28, 2024, at 5:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited ("RTA") for e-voting thereafter.
8. The Board of Directors has appointed M/s. Sahasrabuddhe Parab & Co. LLP, Practising Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process in fair and transparent manner.
9. The Scrutinizer will submit their report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot as soon as possible but not later than two working days from the conclusion of the postal ballot e-voting. The Scrutinizer's decision on the validity of votes cast will be final.
10. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.aimcopesticides.com, on the website of the BSE Limited at www.bseindia.com and on the website of Link Intime India Private Limited at <https://www.linkintime.co.in/> immediately after the results are declared by the Chairman or any other person so authorized by him.
11. The Resolutions, if passed by the requisite majority through Postal Ballot by remote e-voting, will be deemed to have been passed on the last date specified for e-voting i.e., Thursday, March 28, 2024, at 5:00 p.m. (IST).
12. Members may download the Notice from the website of the Company at www.aimcopesticides.com or from the website of RTA at <https://www.linkintime.co.in/>. A copy of the Notice is also available on the website of BSE at www.bseindia.com
13. The vote in this Postal Ballot cannot be exercised through proxy.
14. Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and with the Company / RTA in respect of physical holding, please visit <https://www.linkintime.co.in/home-KYC.html> to know more about the registration process. Further, those Members who have already registered their e-mail addresses are requested to ensure that their e-mail ID is valid or in case of change, update the same with their DPs/RTA to enable service of notices/documents/Integrated Reports and other communications electronically to their e-mail address in future.
15. **Process to cast votes through remote e-voting:**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.



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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.



- a) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users who have not registered for CDSL Easi/Easiest facility.

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.



**Login method for Individual shareholders holding securities in physical form/
Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

Shareholders holding shares in **NSDL form, shall provide ‘D’ above*

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- ▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).



4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund"):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
 - a. 'Investor ID' -
 - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - b. 'Investor's Name' - Enter full name of the entity.
 - c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
 - d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:



METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote voting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.



Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders are having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>



- Click on '**Login**' under '**Corporate Body/ Custodian/Mutual Fund**' tab and further Click '**forgot password?**'
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholder is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

16. In case any Member has queries, grievances or issues relating to Postal Ballot, members are requested to write an email to enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

By order of the Board of Directors

For Aimco Pesticides Limited

Sd/-

Reema Manoj Vara

ACS No.: 71824

Company Secretary and Compliance Officer

Date: February 13, 2024

Place: Mumbai

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,

Lote Parshuram, Village: Awashi,

Taluka: Khed, District: Ratnagiri

415 707, Maharashtra, India.



EXPLANATORY STATEMENT

Pursuant to Sections 102 and 110 of the Companies Act, 2013 ("Act")

The following Statement sets out all material facts relating to Resolution No(s). 1 to 2 mentioned in the accompanying Notice.

Item No.1:

Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865), was appointed as the Managing Director of the Company for period of 3 (three) years with effect from August 14, 2022 to August 13, 2025 with monthly remuneration of Rs. 5,00,000 or such higher amount as may be approved by the Nomination and Remuneration Committee, however, such amount shall not exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum.

The Company had received a letter from Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865) dated February 05, 2024 intimating the Company about her decision to step down from the position of Managing Director of the Company owing to the succession planning in the management of the Company with effect from closing of working hours of February 13, 2024. Further, she expressed her willingness to continue on the Board as Executive Whole-Time Director, subject to the consent of the Board and members of the Company subsequently.

On the recommendation of the Nomination and Remuneration Committee, at its meeting held prior to the Board Meeting on February 13, 2024, the Board approved, subject to approval of members, the change in designation of Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865) from Managing Director to Executive Whole-Time Director of the Company, liable to retire by rotation with effect from February 14, 2024, for the remaining period of her tenure of directorship i.e. upto August 13, 2025 on such terms and conditions including remuneration as set out in the Agreement to be executed between the Company and Mrs. Elizabeth Chandraprakash Shrivastava. The terms of change in designation are as per the provisions of the Companies Act, 2013 and proposed remuneration structure for the period effect from February 14, 2024 to August 13, 2025 is for monthly remuneration not exceeding Rs. 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mrs. Elizabeth Chandraprakash Shrivastava, at par with other Company's employees/ executives.

Mrs. Elizabeth Chandraprakash Shrivastava, aged about 70, with her extensive experience has made significant contribution to the overall progress of the Company and accordingly the proposed resolution is as per Section II of Part II of [Para (B)] of Schedule V and Section 196(3) of the Companies Act, 2013. This proposal in order to effective, needs to be approved as a Special Resolution by the members.



The relevant information and disclosures have been appended herein below in line with Section II of Part II of [Para (B)] of Schedule V of the Companies Act, 2013. The relevant general information, about the company and appointee is appended herein below, separately.

Brief resume of Mrs. Elizabeth Chandraprakash Shrivastava, nature of her expertise in specific functional areas, names of companies in which she holds Directorships and Memberships / Chairmanships of Board Committees and relationships amongst Directors inter se as stipulated under Regulation 36 (3) of the SEBI Listing Regulations are provided as an annexure to the notice.

Your Directors recommend above resolution to be passed as a Special Resolution for change in designation of Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865) from Managing Director to Executive Whole-Time Director of the Company, liable to retire by rotation with effect from February 14, 2024, for the remaining period of her tenure i.e. upto August 13, 2025. Except Mrs. Elizabeth Shrivastava, and her relatives, none of the Directors or the Key Managerial Personnels of the Company shall deemed to be interested in the resolution.

Item No.2:

Pursuant to resignation of Mrs. Elizabeth Chandraprakash Shrivastava (DIN: 00184865), from her post as Managing Director of the Company with effect from closing of working hours of February 13, 2024, and owing to the casual vacancy in the office of the Managing Director caused to such resignation, the Board had received the recommendation of the Nomination and Remuneration Committee for the change in designation of Dr. Samir Pradip Dave (DIN: 00184680), aged 57 years, from Whole-Time Executive Director to Managing Director of the Company, subject to the approval of Members.

On the recommendation of the Nomination and Remuneration Committee, at their meeting held prior to the Board Meeting on February 13, 2024, the Board approved, subject to approval of Members, the change in designation of Dr. Samir Pradip Dave (DIN: 00184680) from Executive Whole-Time Director to Managing Director of the Company, liable to retire by rotation with effect from February 14, 2024, for the remaining period of his tenure of directorship i.e. upto March 31, 2025 on such terms and conditions including remuneration as set out in the Agreement to be executed between the Company and Dr. Samir Pradip Dave. The terms of change in designation are as per the provisions of the Companies Act, 2013 and proposed remuneration structure for the period effect from February 14, 2024 to March 31, 2025 is for monthly remuneration not exceeding Rs. 5,00,000 per month or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not exceeding Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Dr. Samir Pradip Dave, at par with other Company's employees/ executives.

Dr. Samir Pradip Dave, with his valuable experience and research acumen has made significant contribution to the progress of the Company. The proposed resolution towards



his reappointment and payment of remuneration is to be passed as a Special Resolution, pursuant to Section II of Part II of [Para (B)] of Schedule V of the Companies Act, 2013.

The relevant information and disclosures have been appended herein below in line with Section II of Part II of [Para (B)] of Schedule V of the Companies Act, 2013. The relevant general information, about the Company and appointee is appended herein below, separately.

Brief resume of Dr. Samir Pradip Dave, nature of his expertise in specific functional areas, names of companies in which he holds Directorships and Memberships / Chairmanships of Board Committees and relationships amongst Directors inter se as stipulated under Regulation 36 (3) of the SEBI Listing Regulations are provided as an annexure to the notice.

Your directors recommend above resolution to be passed as a Special Resolution towards change in designation of Dr. Samir Pradip Dave (DIN: 00184680) from Executive Whole-Time Director to Managing Director of the Company, liable to retire by rotation with effect from February 14, 2024, for the remaining period of his tenure of directorship i.e. upto March 31, 2025. Except Dr. Samir Pradip Dave and his relative on the Board or otherwise, none of the Directors or the Key Managerial Personnel of the Company shall be deemed to be interested in the resolution.



Annexure to Notice

A brief profile and other details of Directors subjected to change of designation as required under Securities Exchange Board of India (Listing Obligation & Disclosure Requirements), Regulations, 2015.

Nature of appointment/ Re-appointment	Change in designation from 'Managing Director' to 'Whole-Time Director'	Change in designation from 'Whole-Time Director' to 'Managing Director'
Name of the Director	Mrs. Elizabeth Chandraprakash Shrivastava	Dr. Samir Pradip Dave
Director Identification Number	00184865	00184680
Date of Birth	23/08/1953	15/01/1967
Age	70 years	57 years
Date of joining the Board	14/08/2013	30/05/1995
Qualification	M.Sc. (Biochemistry) from University of Mumbai	Ph.D. in Synthetic Organic Chemistry, (Bombay University)
Brief Profile / Experience / Nature of Expertise in Functional Area:	<ul style="list-style-type: none"> • Possesses varied, rich experience of more than 30 years in the Agrochemical Industry. • Mrs. Elizabeth Chandraprakash Shrivastava handles International Business of the Company. 	<ul style="list-style-type: none"> • Dr. Samir Dave has wide experience in organic synthesis, research and process development with over 20 years of extensive proficiency in the industry of pesticides. Currently he heads the R&D, production and product development wings of the Company. • Dr. Samir Dave has been instrumental in introducing various new molecules in last decade.
Past Remuneration	Rs. 5,00,000 per month or an amount not exceeding Rs. 10,00,000/- per month or Rs. 1,20,00,000/- per annum.	Rs. 5,00,000 per month or an amount not exceeding Rs. 10,00,000/- per month or Rs. 1,20,00,000/- per annum.
Remuneration proposed	Monthly remuneration of Rs. 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the	Monthly remuneration of Rs. 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as may deem fit and appropriate in the assessment, but an amount not



	assessment, but an amount not exceeding Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum	exceeding Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum.
No. of Board Meetings attended during the Financial Year 2023-24	4	4
Shareholding as on 31.12.2023	16,486	3,04,018
Chairpersonship/ Membership of the Committee(s) of Board of Directors of the Company as on date	Nil	Member of Corporate Social Responsibility Committee
Directorship in other Companies (excluding Private and Foreign Companies)	<ul style="list-style-type: none">• Aimco Ecoscience Limited	<ul style="list-style-type: none">• Amisco Agro-Chem Limited• Aimco Ecoscience Limited
Directorships and Committee memberships in other Private companies	<ul style="list-style-type: none">• Aurungabad Oil Extraction Company Private Limited	<ul style="list-style-type: none">• Aimco Investments P Ltd• Aurungabad Oil Extraction Company Private Limited• Aimco KR Agro Private Limited
Relationships/ Pecuniary relationship between Directors interested	Nil	Son of Mr. Pradip Pushkarrai Dave and brother of Mr. Ashit Pradip Dave. No pecuniary relationship

By order of the Board of Directors

For Aimco Pesticides Limited

Sd/-

Reema Manoj Vara

ACS No.: 71824

Company Secretary and Compliance Officer

Date: February 13, 2024

Place: Mumbai

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,

Lote Parshuram, Village: Awashi,

Taluka: Khed, District: Ratnagiri

415 707, Maharashtra, India.