

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/19/2022-23

September 03, 2022

To,
The General Manager
Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai 400 001

Dear Sir/Madam,

Subject: Submission of Notice of 35th Annual General Meeting for the Financial Year 2021-22 to be held on September 26, 2022, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Reference: Aimco Pesticides Limited ("the Company") (Script Code: 524288)

In pursuance of Regulation 30 read with Para A Part A of Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the Notice of 35th Annual General Meeting of the Aimco Pesticides Limited ("Company") for the Financial Year 2021-22, to be held on Monday, September 26, 2022 at 11.00 A.M. via video conference. The said Notice forms part of the Annual Report 2021-22.

The Annual Report for Financial Year 2021-22 and other related documents are available on the website of the Company at www.aimcopesticides.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Aimco Pesticides Limited

Anuradha Matkar
Company Secretary and Compliance Officer
ACS No. 57570

Encl.: as above



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



Notice

NOTICE is hereby given that the 35th (Thirty Fifth) Annual General Meeting of the members of **AIMCO PESTICIDES LIMITED** ("the Company") will be held on Monday, September 26, 2022 at 11.00 A.M., IST through Video Conference ("VC") or other Audio Visual Means ("OAVM"), to transact the business as stated hereinunder, in compliance with provisions of the Companies Act 2013, rules made and the circulars issued thereunder. The venue of the meeting shall be deemed to be the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri, Maharashtra- 415 707.

ORDINARY BUSINESS:

1. To receive, consider and adopt:

- a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of Board of Directors' and Auditors' thereon; and
- b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the report of Auditors' thereon.

2. Declaration of Dividend:

To declare dividend of ₹ 2/- per equity share of ₹ 10/- each, for the Financial Year ended March 31, 2022.

3. To approve re-appointment of Director Retiring by Rotation:

To appoint a Director in place of Dr. Samir P. Dave (DIN: 00184680) – Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

4. To approve appointment of Statutory Auditors of the Company:

To appoint the Statutory Auditors and fix their remuneration 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, ("the Rules"), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. CNK & Associates LLP, Chartered Accountants, Mumbai, having Registration No. 101961W issued by the Institute of Chartered Accountants of India (ICAI), have confirmed their eligibility to be appointed as Statutory Auditors of the Company, in terms of provisions of Section 141 of the Act, and Rule 4 of the Rules, be and are hereby appointed as Statutory Auditors of the Company for a term of 5 (Five) consecutive Financial Years and to hold office from the conclusion of this 35th Annual General Meeting of the Company until the conclusion of 40th Annual General Meeting of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition

to goods and service tax and re-imbursalment of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company."

SPECIAL BUSINESS:

5. To ratify payment of remuneration to be paid to Cost Auditors of the Company for the Financial Year 2022-23:

To consider and if thought fit, to pass with or without modification(s), the following resolution for ratification of payment of remuneration to M/s. V. J. Talati & Co., Cost Accountant having Firm Registration No: R00213 as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, and all other applicable rules and provisions, if any, of the Act, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. V. J. Talati & Co., Cost Accountants, having Firm Registration No. R00213, appointed by the Board of Directors of the Company on the recommendation of the Audit Committee as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2023, being ₹ 65,000/-p.a. (Rupees Sixty Five Thousand Only) plus out of pocket expenses and GST and other taxes incurred in performance of their duties, be and is hereby ratified and confirmed.

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

6. To approve re-appointment of Mrs. Elizabeth Shrivastava, Managing Director of the Company with effect from August 14, 2022 to August 13, 2025:

To re-appoint Mrs. Elizabeth Shrivastava (DIN: 00184865), aged 69 years, as the Managing Director of the Company for the period starting from August 14, 2022 to August 13, 2025 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section II of Part II [Para (B)] of Schedule V thereto (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company and such other modification(s), if any, Mrs. Elizabeth Shrivastava (DIN: 00184865), aged 69 years, be and is hereby re-appointed as the Managing Director of the Company with the effect from August 14, 2022, for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Mrs. Elizabeth Shrivastava, on a monthly remuneration of ₹ 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 exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mrs. Elizabeth Shrivastava, at par with other Company’s Employees/ executives.

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 196(3), read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), consent of the Company be and is hereby accorded for the continuation of the appointment of

Mrs. Elizabeth Shrivastava (DIN: 00184865) as the Managing Director of the Company on attaining the age of 70 years on August 23, 2023 for the remaining period of her term of 3 years i.e. until August 13, 2025 on the same terms of appointment and remuneration as being approved by the shareholders at the 35th Annual General Meeting of the Company to be held on September 26, 2022.”

RESOLVED FURTHER THAT the Board of Directors 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 Shrivastava, as the Managing Director shall not exceed ₹ 10,00,000 per month or ₹ 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 Shrivastava, as the Managing Director, the remuneration and perquisites set out as aforesaid be paid or granted to her as minimum remuneration and perquisites, provided that the total remuneration by way of salary, perquisites and other allowances shall not exceed the applicable ceiling limit in terms of schedule V to the said Act as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force.

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

Date: August 12, 2022
Place: Mumbai

Aimco Pesticides Limited
L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,
Lote Parshuram, Village: Awashi, Taluka: Khed,
District: Ratnagiri, Maharashtra 415 707.

Sd/-
Anuradha Matkar
ACS No. 57570
Company Secretary and Compliance Officer

Notes:

1. The relevant explanatory statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013, read with the relevant Rules made thereunder (the "Act"), setting out the material facts and reasons, in respect of Item No. 4 to Item No. 6 of this Notice, is annexed herewith.

2. In view of the continued effects of COVID-19 Pandemic, the Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 3/2022 dated May 05, 2022 ("MCA Circulars") and Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/ CMD2/CIRP/P/2022/62 dated May 13, 2022, and other applicable circulars issued in this regard, permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), without the physical presence of the Members. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") the 35th AGM of the Company is being convened and will be conducted through VC/ OAVM. The Proceedings of the AGM will be deemed to have been conducted at the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri, Maharashtra- 415 707, which shall be deemed venue of the AGM.

3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company, however, since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

4. Members attending the meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. The details under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force, in respect of Directors seeking approval for re-appointment at the AGM, forms part of the annexure to this Notice.

6. Electronic dispatch of annual report including notice of annual general meeting:

- i) In accordance with the circulars issued by MCA and SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
- ii) The Notice of Annual General Meeting and Annual Report for the Financial Year 2021-22 will also be available on the Company's website at www.aimcopesticides.com, website of the BSE Limited, the Exchange on which the shares of the Company are listed, at www.bseindia.com and website of the RTA at www.linkintime.co.in. Members can attend and participate in the Annual General Meeting through VC / OAVM facility only.

7. Process for Registration of Email Id and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, the log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/ Depositories and have not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

- i) Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR
- ii) In the case of Shares held in Demat mode:
The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

8. Updation of PAN and other details:

SEBI vide its Circulars dated November 3, 2021 and December 14, 2021 mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities through Form ISR-1. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

Accordingly, the Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC and Nomination details. Members holding shares of the Company in physical form are requested to go through the requirements hosted on the website of the Company at www.aimcopesticides.com and on the website of the RTA, Link Intime India Private Ltd., at www.linkintime.co.in and furnish the requisite details.

Members are also requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile number, PAN, registration of nomination, power of attorney registration, bank mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, quoting their folio number. Changes intimated to the DP will then be automatically reflected in the Company's records.

9. Dividend related information

- i. The Board of Directors recommended a final dividend on equity shares at the rate of 20% i.e. ₹ 2.00/- per Equity Share of face value of ₹ 10/- each for the Financial Year ended on March 31, 2022, subject to approval of the Members at the AGM.
- ii. As per relevant Circulars, payment of dividend shall be made through electronic mode to the members who have updated their bank account details. Dividend warrants / demand drafts will be dispatched to the registered address of the members who have not updated their bank account details. To avoid delay in receiving dividend, members are requested to update their bank account details with their Depository Participants in case securities are held in demat mode and members holding securities in physical form should send a request for updating their bank details to the Company's Registrar & Share Transfer Agent.
- iii. Payment of Dividend shall be subject to deduction of tax at source (TDS) at applicable rates as notified by the Government of India.
- iv. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the shareholders w.e.f. April 01, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to shareholders at the prescribed rates (plus applicable surcharge and cess) as may be notified from time to time. The information regarding the applicability of TDS rate for various categories of shareholders and documentation required, is available under the Investor Section at www.aimcopesticides.com. The shareholders are requested to send all the necessary documents complete in all respect to the Company on or before the cut-off date to enable the Company to deduct the correct TDS on the dividend payment.
- v. The Ministry of Corporate Affairs has vide notification dated September 05, 2016 brought into force certain provisions of Sections 124 and 125 of the Companies Act, 2013 ("the Act") and Investor Education and

Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") with effect from September 07, 2016 including amendments thereof. Pursuant to the provisions of Section 124 of the Act, the dividend which remains unclaimed / unpaid for a period of seven years from the date of the transfer to the unpaid dividend account of the Company is required to be transferred to the IEPF Account of the Central Government. Further, pursuant to the provisions of Section 124 of the Act and the IEPF Rules, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to an IEPF Account within thirty days of such shares becoming due for transfer to IEPF. Hence the Members are requested to claim all the unpaid/unclaimed dividend to avoid transfer of dividend or shares as the case may be to the IEPF Account.

10. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which Directors are interested maintained under section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an email to investors@aimcopesticides.com.

11. Members of the Company holding shares either in physical form or in Dematerialised forms as on cut-off date i.e. Monday, September 19, 2022 will be entitled to vote on the resolutions proposed in the Notice.

12. Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

13. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 20, 2022 to Monday, September 26, 2022 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

INSTRUCTIONS FOR E-VOTING AND JOINING THE ANNUAL GENERAL MEETING ARE AS FOLLOWS:

14. Information and other instructions relating to e-voting and joining the AGM are as under:

A. VOTING THROUGH ELECTRONIC MEANS:

- a) 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), the Company is providing facility of remote e-voting to its Members in respect of the

business to be transacted at the AGM. The Company has engaged the services of Link Intime India Private Limited as the Agency to provide e-voting facility for voting through remote e- Voting, for participation in the 35th AGM through VC/OAVM Facility and e-voting during the 35th AGM.

- b) The Board of Directors of the Company has appointed M/s SAHASRABUDDHE PARAB & CO. LLP, Company Secretaries as the Scrutinizer, to scrutinize the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- c) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Monday, September 19, 2022.
- d) The voting period begins on Friday, September 23, 2022 at 09.00 a.m. (IST) and ends on Sunday, September 25, 2022 at 5.00 p.m. (IST). The E-Voting module shall be disabled by Link Intime India Private Limited for voting thereafter. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Monday, September 19, 2022 only shall be entitled to cast their vote either through remote e-voting or through E voting at the AGM.
- e) The details of the process and manner for remote e-voting are explained herein below:

Remote e-voting Instructions for shareholders:

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:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added 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 i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdesDirectReg.jsp>
 3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
 1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
 2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.
 3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
 4. Alternatively, the user can directly access e-voting page by providing demat account number and PAN No. from a link in 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 provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.
 3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant

registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. 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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form is given below:

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

1. Open the internet browser and launch the 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.

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/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in '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:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

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 toll free no.: 1800 1020 990 and 1800 22 44 30
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 022-23058738 or 22-23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical 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 '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 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 minimum 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

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".

InstaVote Support Desk

Link Intime India Private Limited

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.

2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted

through Remote e-voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>
- If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

1 (A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

1 (B) If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.

Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

General Guidelines for shareholders:

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-voting manual available at <https://instavote.linkintime.co.in> under Help section or write an email to enotices@linkintime.co.in or Call on :- Tel : 022 - 49186000.
- Any person, who acquires shares of the Company and become member of the Company after sending the Notice of AGM through electronic mode and holding shares as on the cutoff date, may obtain the login ID and password by sending a request at helpdesk.enotices@linkintime.co.in.
- The Scrutinizer shall after the conclusion of e-voting at the AGM, first download the votes casted at the AGM and thereafter unblock the votes casted through remote e-voting and shall make a consolidated

scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.

- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.aimcopesticides.com after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to the BSE Limited and the service provider Linkintime India Private Limited.

Instructions for Shareholders/Members to Attend the Annual General Meeting through InstaMeet:

- Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime India Private Limited by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

2. Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors, Scrutinizer etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only.

3. Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

- Select the “Company” and ‘Event Date’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

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

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call on: - Tel: (022-49186175).

Members may contact the Company or RTA for conveying grievances, if any, relating to the conduct of the AGM, at the following address:

Aimco Pesticides Limited	Link Intime India Private Limited
Aimco House, Akhand Jyoti, 8 th Road,	C – 101, 247 Park, L.B.S. Marg,
Santacruz (E), Mumbai – 400055	Vikhroli (W), Mumbai - 400083

By Order of the Board of Directors
For AIMCO PESTICIDES LIMITED

Sd/-

Anuradha Matkar

ACS No. 57570

Company Secretary and Compliance Officer

Date: August 12, 2022

Place: Mumbai

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,

Lote Parshuram, Village: Awashi, Taluka: Khed,

District: Ratnagiri, Maharashtra 415 707.

Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013

The following explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned in Item No. 4 to 6 in the accompanying notice:

Item No. 4

At the AGM of the Company held on September 27, 2017, and pursuant to the provisions of the Act and the Rules made thereunder, M/s. J. Dwarkadas & Co., Chartered Accountants (Firm Registration No. 102806W), was appointed as the Statutory Auditor of the Company for a period of five years starting from the conclusion of the 30th AGM held on September 27, 2017 till the conclusion of the 35th AGM to be held in the year 2022.

Taking into consideration the expiry of the term of M/s. J. Dwarkadas & Co., Chartered Accountants (Firm Registration No. 102806W) as the Statutory auditors of the Company at the conclusion of the 35th AGM, the Board is proposing to appoint M/s. CNK & Associates LLP, Chartered Accountants having Firm Registration No. 101961W issued by the Institute of Chartered Accountants of India (ICAI), as the Statutory Auditors of the Company, to hold office for a term of five consecutive years, i.e. from the conclusion of this 35th Annual General Meeting of the Company in FY 2022-2023 until the conclusion of 40th Annual General Meeting of the Company to be held in FY 2027- 2028, at such remuneration, as recommended by the Audit Committee to the Board and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

M/s. CNK & Associates LLP, has given consent to their appointment and confirmed that appointment, if made, would be within the limits mentioned under Section 141(3) (g) of the Companies Act, 2013 and relevant Rules framed thereunder.

The Audit Committee and the Board of Directors at their respective meetings held on August 12, 2022 recommend the appointment of M/s. CNK & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No. 101961W) as Statutory Auditors for a term of five consecutive years, i.e. from the conclusion of this 35th Annual General Meeting of the Company in FY 2022-2023 until the conclusion of 40th Annual General Meeting of the Company to be held in FY 2027- 2028.

Accordingly, your Directors recommend above resolution to be passed as a Ordinary Resolution for appointment of M/s. CNK & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No. 101961W) as Statutory Auditors of the Company for a term of five consecutive years, i.e from the conclusion of this 35th Annual General Meeting of the

Company in FY 2022-2023 until the conclusion of 40th Annual General Meeting of the Company to be held in FY 2027- 2028.

Disclosures pertaining to appointment of M/s. CNK & Associates LLP, Chartered Accountants as Statutory Auditor as per Regulation 36(5) of the SEBI Listing Regulations:

i. Proposed fees payable to the statutory auditor - M/s. CNK & Associates LLP:

The remuneration payable to the Statutory Auditors during the proposed term shall be mutually agreed between the Board of Directors and Auditors.

ii. Terms of re-appointment:

Pursuant to the provision of Section 139 of the Companies Act, 2013, M/s. CNK & Associates LLP, Chartered Accountants are proposed to be appointed for a term of 5 (five) consecutive years, from the conclusion of this 35th Annual General Meeting of the Company in FY 2022-2023 until the conclusion of 40th Annual General Meeting of the Company to be held in FY 2027- 2028.

iii. Credentials of the statutory auditor and basis of recommendation for appointment:

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on August 12, 2022, proposed the appointment of M/s. CNK & Associates LLP, Chartered Accountants, having ICAI Firm Registration No. 101961W, as the Statutory Auditors of the Company.

The Board of Directors recommends the "Ordinary Resolution" as set out at Item No. 4 of the accompanying Notice for the approval of the Members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in the passing of this resolution as set out in Item No. 4.

Item No. 5

The Board of Directors, at its meeting held on May 28, 2022, based on recommendation of the Audit Committee,

approved the appointment of M/s. V. J. Talati & Co., Cost Accountants having Firm Registration No: R00213, as the Cost Auditor of the Company for the Financial Year 2022-23 at a fees of ₹ 65,000/- p.a. (Rupees Sixty Five Thousand Only) plus out of pocket expenses as may be applicable and GST as may be applicable for conducting the audit of the cost accounting records.

Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, requires the Board to appoint an individual, who is a Cost Accountant in Practice or a firm of Cost Accountants in Practice, as Cost Auditor on the recommendations of the Audit committee, which shall also recommend remuneration for such Cost Auditor and such remuneration shall be considered and approved by the Board of Directors and ratified subsequently by the shareholders.

The resolution contained in Item no. 5 of the accompanying notice; accordingly, seek members' ratification for fixation of remuneration of Cost Auditor of the Company for the Financial Year 2022-23.

None of the Directors of the Company are in any way concerned or interested in the proposed resolution.

Item No: 6

Mrs. Elizabeth Shrivastava, (DIN 00184865), was appointed as a Managing Director of the Company for period of three years with effect from August 14, 2019 with monthly remuneration of ₹ 6,00,000 or such higher amount as may be approved by the Nomination and Remuneration Committee, however, such amount shall not exceed ₹ 10,00,000 per month or ₹ 120,00,000 per annum.

The term of appointment of Mrs. Elizabeth Shrivastava is upto August 13, 2022. Mrs. Elizabeth Shrivastava, being eligible for re-appointment has offered her candidature for re-appointment as a Managing Director.

The Nomination and Remuneration Committee at its meeting held on August 12, 2022 has principally approved the re-appointment of Mrs. Elizabeth Shrivastava as a Managing Director of the Company for a period of three years with effect from August 14, 2022 to August 13, 2025 with the remuneration payable to Mrs. Elizabeth Shrivastava, of ₹ 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 ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mrs. Elizabeth Shrivastava, at par with other Company's Employees/ executives.

The Board of Directors at its meeting held on August 12, 2022 has approved the said re-appointment and remuneration payable to Mrs. Elizabeth Shrivastava for the term of three years with effect from August 14, 2022 to August 13, 2025.

Mrs. Elizabeth Shrivastava will attain the age of 70 years on August 23, 2023. As a matter of abundant caution, it is proposed to obtain approval of the shareholders as per the provisions of Section 196(3) of Companies Act, 2013, for continuation of her employment as a Managing Director, on the same terms of appointment and remuneration as may be approved by members at this 35th Annual General Meeting to be held on September 26, 2022. Hence, the proposed resolution towards her re-appointment and payment of remuneration is to be passed as a Special Resolution, pursuant to section 196(3) read with provisions of Schedule V of the Companies Act, 2013.

Mrs. Elizabeth Shrivastava, with her enriched experience has made significant contribution to the progress of the Company.

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 Shrivastava, nature of his 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 Obligations And Disclosure Requirements) Regulations, 2015, are provided as a annexure to the notice.

Your Directors recommend above resolution to be passed as a Special Resolution towards re-appointment of Mrs. Elizabeth Shrivastava as Managing Director for period of 3 (three) years. Mrs. Elizabeth Shrivastava, and her relatives, if any, shall deemed to be interested in the resolution.

Annexure to Notice:

Information of Director seeking re-appointment under Section 152 of the Companies Act, 2013, Regulation 36(3) of the SEBI (Listing Obligations and Requirements) Regulations, 2015 and Secretarial Standard-2

A brief profile and other details of Directors being appointed/ re-appointed as required under Securities Exchange Board of India (Listing Obligation & Disclosure Requirements), Regulations, 2015.

Nature of appointment/ Re-appointment	Director seeking re-appointment on completion of the tenure	Director liable to retire by rotation seeking re-appointment
Name of the Director	Mrs. Elizabeth Shrivastava	Dr. Samir P. Dave
Director Identification Number	00184865	00184680
Date of Birth	23/08/1953	15/01/1967
Age	69 years	55 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:	Possesses varied, rich experience of more than 30 years in the Agrochemical Industry	<p>- 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 and production activities of the Company.</p> <p>- Dr. Samir Dave has been instrumental in introducing various new molecules in last decade. He is also founder Director of Agro care, a Global Agrochemical Association registered at Belgium. Also a Board Member of "Agriculture Skill Council of India" (Govt. of India.)</p>
Past Remuneration	₹ 6,00,000 per month or an amount not exceeding ₹ 10,00,000/- per month or ₹ 1,20,00,000/- per annum.	Monthly remuneration of ₹ 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 exceeding ₹10,00,000 per month or ₹ 1,20,00,000 per annum.
Remuneration proposed	Monthly remuneration of ₹ 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 exceeding ₹ 10,00,000 per month or ₹ 1,20,00,000 per annum.	
No. of Board Meetings attended during the Financial Year 2021-22	2	4
Shareholding as on 31.03.2022	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)	Aimco Ecoscience Limited	- Amisco Agro Chem Limited - AimcoEcoscience Limited
Directorships and Committee memberships in other Private companies	Aurangabad Oil Extraction Company Private Limited	- Aimco Investments Private Limited - Aurangabad Oil Extraction Company Private Limited
Relationships/ Pecuniary relationship between Directors interested	Nil	Son of Mr. Pradip P. Dave and brother of Mr. Ashit P. Dave. No pecuniary relationship

By Order of the Board of Directors
For AIMCO PESTICIDES LIMITED

Date: August 12, 2022

Place: Mumbai

Sd/-

Anuradha Matkar

ACS No. 57570

Company Secretary and Compliance Officer

Aimco Pesticides Limited

L24210MH1987PLC044362

Registered Office:

B- 1/1, MIDC Industrial Area,
Lote Parshuram, Village: Awashi, Taluka: Khed,
District: Ratnagiri, Maharashtra 415 707.