

34TH ANNUAL GENERAL MEETING | 2024-25

NOTICE

Tuesday, September 16, 2025 at 11.30 a.m.

at Village Gavasad, Taluka Padra, Dist. Vadodara - 391430



“CLARITY” OF PURPOSE WITH
“SUSTAINABILITY” IN ACTION





HALDYN GLASS LIMITED

CIN : L51909GJ1991PLC015522

Registered Office: Village Gavasad, Taluka Padra, Dist. Vadodara – 391 430, Gujarat

Tel: 02662 242339, **Fax:** 02662 245081, **E-mail:** baroda@haldyn.com, **Web:** www.haldynglass.com

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting ["AGM"] of the Members of **Haldyn Glass Limited** will be held on Tuesday, September 16, 2025 at 11.30 a.m. at Village Gavasad, Taluka Padra, Dist. Vadodara - 391 430, to transact the following business:

ORDINARY BUSINESS

1. Adoption of the Audited Standalone and Consolidated Financial Statements and Reports thereon

To receive, consider and adopt the Audited Financial Statements [Standalone and Consolidated] of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon.

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

- a) **"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and the Statutory Auditor thereon, be and are hereby received, considered and adopted."
- b) **"RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the report of the Statutory Auditor thereon, be and are hereby received, considered and adopted."

2. Declaration of Dividend

To declare final dividend on equity shares for the financial year ended March 31, 2025 as recommended by the Board of Directors at its meeting held on May 29, 2025.

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

"RESOLVED THAT as recommended by the Board of Directors, a dividend at the rate of 70% i.e. 0.70 [seventy paise only] per equity share having a face value of ₹ 1.00 [one rupee] each, for the financial year ended March 31, 2025, be and is hereby declared and that the said dividend be paid out of the profits of the Company to the eligible members."

3. Appointment of a Director in place of one retiring by rotation

To appoint a Director in place of Mr. Rohan Ajila [DIN: 01549005], who retires by rotation and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, [including any statutory modification or re-enactment thereof, for the time being in force], Mr. Rohan Ajila [DIN: 01549005], who retires as a Director by rotation and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company."



SPECIAL BUSINESS

4. Appointment of Secretarial Auditor

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014, and Regulation 24A of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 [as amended], and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the members be and is hereby accorded to appoint Mr. Ashish C. Doshi, Peer Reviewed Company Secretary in Practice having Peer Review Certificate No – 6704/2025, holding Membership No. F3544 and Certificate of Practice No. 2356, as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from financial year 2025-26 to financial year 2029-30, to conduct the secretarial audit of the Company as prescribed under the Act and the rules made thereunder.

RESOLVED FURTHER THAT the Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution."

5. Re-appointment of Mr. Narendra Shetty [DIN: 00025868], having age of 85 years as an Executive Chairman of the Company for a period of 1 [one] year

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

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 [including any statutory modification[s] or re-enactment[s] thereof, for the time being in force], Regulation 17 of SEBI [Listing Obligation and Disclosure Requirements] Regulations, 2015, Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on August 11, 2025 and August 14, 2025 and subject to the approval of any regulatory authorities, if any, approval of the members of the Company be and is hereby accorded to re-appoint Mr. Narendra Shetty [DIN: 00025868], having age of 85 years, as Executive Chairman of the Company for a further period of one from the expiry of his present term of office i.e with effect from August 16, 2025 till August 15, 2026, liable to retire by rotation, upon such other terms and conditions including remuneration as set out in the Statement under Section 102 of the Act annexed hereto which shall be deemed to form part hereof, with specific authority to the Board of Directors to alter or vary terms and conditions of the said appointment including remuneration as may be agreed between Board of Directors and Mr. Narendra Shetty, which in any financial year may exceed the limits specified in Section 197 and Schedule V of the Act and the Listing Regulations; and in the event of inadequacy or absence of profits under Section 197 and all other applicable provisions of the Act in any financial year or years during the term of appointment, the remuneration comprising salary, incentive remuneration, commission, perquisites, allowances and benefits, as approved herein be paid as minimum remuneration to the said Executive Chairman for a period not exceeding one year.



RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to the Board of Directors to do all such acts, deeds, matters and things to take all such steps as may be required in this connection to give effect to this resolution and to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

By Order of the Board of Directors
For Haldyn Glass Limited

Dhruv Mehta

Company Secretary & Compliance Officer
ACS - 46874

Registered Office:

Haldyn Glass Limited

CIN: L51909GJ1991PLC015522

Village Gavasad, Taluka Padra

Dist. Vadodara - 391430, Gujarat

E-mail: baroda@haldyn.com

Web: www.haldynglass.com

Place: Mumbai

Date: August 14, 2025

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ["the Act"], which sets out details relating to Special Business at the meeting, is annexed hereto. Statement giving details of the Directors seeking appointment/ re-appointment is also annexed with this Notice pursuant to the requirement of Regulation 36[3] of the Listing Regulations and Secretarial Standard on General Meeting [SS-2] issued by the Institute of Company Secretaries of India.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM 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. A proxy shall not have the right to speak and shall not be entitled to vote except on a poll.

A person can act as a proxy on behalf of members not exceeding 50 in number and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the AGM.

3. Institutional/Corporate Shareholders [i.e. other than HUF, NRI etc] intending to attend the meetings through their authorized representatives are requested to send a scanned copy [PDF/JPG Format] of certified true copy of the Board Resolution to the Company authorizing their representative to attend and to vote through e-voting, to the Scrutinizer through e-mail at csdoshiac@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com and to the Company at cosec@haldyn.com.
4. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ["MCA"] and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ["SEBI Circular"], the electronic copies of the Notice of the 34th AGM and the Annual Report for the financial year 2024-2025 will be sent by email to all those Members, whose email addresses are registered with the Company/ MUFG Intime India Private Limited [Formerly Link Intime India Private Limited] ["RTA"/ National Securities Depository Limited ["NSDL"] or Central Depository Services [India] Limited ["CDSL"] [NSDL and CDSL collectively referred to as "Depositories"].



In accordance with the MCA and SEBI Circulars, physical copies of Annual Report will be sent to those shareholders who request for the same. The Notice of the 34th AGM and the Annual Report will also be available on the website of the Company i.e. www.haldynglass.com and also on the website of the Stock Exchange i.e BSE Limited at www.bseindia.com and on the website of CDSL at www.cdslindia.com.

5. Members can avail nomination facility in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA. Members holding shares in electronic form may contact their respective DPs for availing this facility.
6. Members / Proxies should bring the Attendance Slip enclosed in the AGM Notice, duly filled in, while attending the Meeting.
7. Pursuant to Regulation 40 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 ["Listing Regulations"], securities can be transferred only in dematerialized form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors. Members holding shares in physical form are requested to convert their holding[s] to dematerialized form to eliminate all risk associated with physical shares.
8. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
9. The Register of Members and the Share Transfer books of the Company will remain closed from Wednesday, September 10, 2025 to Tuesday, September 16, 2025 [both days inclusive] in terms of the provisions of Section 91 of the Act.
10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection by the Members at the registered office of the Company on all working days between 11 a.m. to 4.00 p.m. except Saturday, Sunday and public holidays upto the date of the AGM.
11. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company at least ten days prior to the date of AGM through email on cosec@haldyn.com. The same will be replied by the Company suitably.
12. The dividend, as recommended by the Board of Directors, if approved at the AGM, would be paid subject to deduction of tax at source, as may be applicable, on or after September 22, 2025 to those persons or their mandates:
 - a] whose names appear as Beneficial Owners as at the end of the business hours on Tuesday, September 09, 2025 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services [India] Limited in respect of the shares held in electronic form; and
 - b] whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Tuesday, September 09, 2025 after giving effect to valid request[s] received for transmission/ transposition of shares.
13. For Members holding shares in physical mode, SEBI vide its Circular dated 3rd November, 2021 has mandated registration of PAN, KYC, bank details and Nomination. Members holding shares in physical form are requested to submit the details by sending a duly filled and signed Form ISR-1, ISR-2, ISR-3 or SH-13 as applicable, to RTA.

As per the said mandate, Members, holding securities in physical form, whose folios are not updated with any of the KYC details, viz. [i] PAN; [ii] Contact Details; [iii] Mobile Number; [iv] Bank Account Details; [v] Signature; and [vi] Choice of Nomination, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from 1st April, 2024. In accordance with the above, dividends, in respect of physical folios wherein any of the above KYC details are not updated before the Cut-off date, will be paid only after the folio becomes KYC compliant.

For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, MUFG Intime India Private Limited [Formerly Link Intime India Private Limited] at C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083. In case of any query, a member may send an e-mail to RTA at rnt.helpdesk@in.mpmf.mufg.com.



14. Dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source [TDS] from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 [the 'IT Act']. In general, to enable compliance with the TDS requirements, Members are requested to complete and / or update their Residential Status, PAN and Category as per the IT Act with their DPs or in case shares are held in physical form with the Company / Registrar by submitting required documents on or before September 05, 2025 via e-mail to the Company/Registrar at email ID: rnt.helpdesk@in.mpms.mufg.com or cosec@haldyn.com.

A communication providing information and detailed instructions with respect to tax on the dividend was sent separately to the Members whose email addresses were registered with the Company/DPs on August 15, 2025 informing the relevant procedure to be adopted by them/documents to be submitted for availing the applicable tax rate. The said communication and draft of the exemption forms and other documents are available on the Company's website at www.haldynglass.com.

Type of Holder	Process to be followed	
Physical	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in Rule 19[1] of the Companies [Share Capital and Debentures] Rules, 2014	Form SH-13
	Declaration to opt out	Form ISR-3
	Cancellation of nomination by the holder[s] [along with ISR-3] / Change of nominee	Form SH-14
	SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/ CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests i.e. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.	Form ISR-4
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP to avoid delay in receiving the dividend.	

15. The company has transferred the unpaid or unclaimed dividends declared up to financial year 2016-17, from time to time, to the Investor Education and Protection Fund ["IEPF"] established by the Central Government. Dividend for the financial year 2017-18 and thereafter, which remain unpaid or unclaimed for a period of 7 years from the date they became due for payment will be transferred by the Company to IEPF. Members who have not so far encashed dividend warrant[s] / dividend draft[s] for the year ended 2017-18 are requested to seek issue of duplicate warrant[s] / fresh dividend draft[s] by writing to the Company's RTA immediately. The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company as on September 19, 2024 [date of the previous AGM] on the website of the Company and the said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

Adhering to the various requirements set out in the Investor Education and Protection Fund Authority [Accounting, Audit, Transfer and Refund] Rules, 2016, as amended, the Company has, during the financial year 2024-25, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer, i.e. October 26, 2024. Details of shares transferred to the IEPF Authority are available on the website of the Company and the said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.



Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the web link: <http://iepf.gov.in/IEPFA/refund.html> or contact RTA for lodging claim for refund of shares and / or dividend from the IEPF Authority.

16. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
17. Voting through electronic means:
 - I. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies [Management and Administration] Rules, 2014 [as amended] and Regulation 44 of the Listing Regulations, the Company is providing facility of remote e-Voting to its members in respect of the business to be transacted at the 34th AGM. For this purpose, the Company has entered into an agreement with Central Depository Services [India] Limited ["CDSL"] for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by CDSL.
 - II. The facility for voting, either through electronic voting system or through ballot / polling paper shall also be made available at the venue of the 34th AGM. Members attending the meeting who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. Members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of Members	Login Method
Individual Members holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1] Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2] After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3] If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.



Type of Members	Login Method
	4] Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdsindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members holding securities in demat mode with NSDL Depository	1] If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2] If the user is 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/IdeasDirectReg.jsp 3] Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual members [holding shares 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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned websites.

**Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:**

Login type	Helpdesk details
Individual Members 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
Individual Members 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.: 022-4886 7000 and 022-2499 7000

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

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

Step 1: Log on to the e-voting website www.evotingindia.com.

Step 2: Click on "Shareholders" module.

Step 3: Please enter your User ID

[i] For account holders in CDSL: Your 16 digits beneficiary ID.

[ii] For account holders in NSDL: Your 8 Character DP ID followed by 8 digits Client ID.

[iii] Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step 4: Enter the Image Verification as displayed and Click on "Login".

Step 5: If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

Step 6: Follow the steps given below if you are first time user:

For Physical shareholders and other than individual shareholders holding shares in Demat

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department [Applicable for both demat shareholders as well as physical shareholders] <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA..
Dividend Bank Details OR Date of Birth [DOB]	Enter the Dividend Bank Details or Date of Birth [in dd/mm/yyyy format] as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id/ folio number in the Dividend Bank details field.

Step 7: After entering these details appropriately, click on "SUBMIT" tab.

Step 8: Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



- Step 9: For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Step 10: Click on the EVSN for the HALDYN GLASS LIMITED on which you choose to vote.
- Step 11: On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Step 12: Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- Step 13: After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Step 14: Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote. You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- Step 15: If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Step 16: There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Section B: Other instruction regarding remote e-voting:

- [i] The remote e-Voting period begins on Friday, September 12, 2025 [09:00 A.M.] and ends on Monday, September 15, 2025 [05:00 P.M.]. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date [record date] i.e. Tuesday, September 09, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- [ii] Non – Individual Shareholders and Custodians [i.e. other than Individuals, HUF, NRI etc.] are additionally required to note and follow the instructions mentioned below:
- ❖ They are required to log on to www.evotingindia.com and register themselves as Corporates.
 - ❖ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - ❖ After receiving the login details, user would be able to link the account[s] for which they wish to vote on.
 - ❖ The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts, they would be able to cast their vote.
- [iii] Non-Individual shareholders [i.e. other than Individuals, HUF, NRI etc.] are required to upload the following in PDF Format in the system for the scrutinizer to verify the same:
- ❖ Copy of Board resolution [where institution itself is voting]
 - ❖ Power of Attorney issued in favour of the Custodian as well as the Board resolution of the Custodian.

Alternatively, Non-Individual members are required to send the relevant Board Resolution / Authority Letter etc. together with attested specimen signature of the duly authorised signatories who are authorised to vote, to the scrutinizer at the e-mail id csdoshiac@gmail.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



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

- 1] **For Physical shareholders:** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate [front and back], PAN [self-attested scanned copy of PAN card], AADHAR [self-attested scanned copy of Aadhar Card] by email to Company/RTA email id.
- 2] **For Demat shareholders:** Please update your email id & mobile no. with your respective Depository Participant [DP]
- 3] **For Individual Demat shareholders:** Please update your email id & mobile no. with your respective Depository Participant [DP] which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, [CDSL] Central Depository Services [India] Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel [East], Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

18. Mr. Ashish C. Doshi, Partner of SPANJ & ASSOCIATES, Company Secretaries, have been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
19. The Scrutinizer shall immediately, after the conclusion of voting at AGM, will first count the votes cast at the AGM, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer will submit his report to the Chairman of the Company ["the Chairman"] or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting [votes cast during the AGM and votes cast through remote e-voting], not later than 48 hours from the conclusion of the AGM.
20. The results declared along with the Consolidated Scrutiniser's Report shall be placed on the website of the Company i.e www.haldynglass.com and of CDSL i.e www.evotingindia.com after the declaration of results. The results shall also be simultaneously communicated to the stock Exchanges.
21. Subject to receipt of the requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the meeting, i.e. September 16, 2025.

By Order of the Board of Directors
For Haldyn Glass Limited

Registered Office:

Haldyn Glass Limited

CIN: L51909GJ1991PLC015522

Village Gavasad, Taluka Padra

Dist. Vadodara - 391430, Gujarat

E-mail: baroda@haldyn.com

Web: www.haldynglass.com

Place: Mumbai

Date: August 14, 2025

Dhruv Mehta
Company Secretary & Compliance Officer
ACS - 46874



Explanatory Statement

Pursuant to Section 102[1] of the Act

This Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 4

In terms of provisions of Section 204 of the Companies Act, 2013 ["the Act"] and relevant rules thereunder, read with Regulation 24A of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 ["Listing Regulations"], every listed company is required to annex with its Board's Report, a secretarial audit report, issued by a Practicing Company Secretary. The Board of Directors of the Company had appointed M/s. P. Diwan & Associates, Company Secretaries, as Secretarial Auditor of the Company for the financial year ended March 31, 2025. Secretarial Audit Report issued by the Secretarial Auditor is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

Securities and Exchange Board of India ["SEBI"] vide its notification dated 12th December, 2024, amended the provisions of Regulation 24A of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditor on the basis of recommendation of the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

Mr. Ashish C. Doshi, Practicing Company Secretary, is a sole proprietorship firm of Company Secretaries, registered with the Institute of Company Secretaries of India [ICSI]. The firm is led by Mr. Ashish C. Doshi, a qualified Company Secretary and the Proprietor, supported by a team of experienced and competent professionals.

The firm has extensive experience in delivering a broad spectrum of professional services including corporate law advisory services and rendering services like Conducting Secretarial Audit under Companies Act, SEBI Regulations, Securities Audit etc., Advisory services on listing of securities compliances with SEBI regulations, Appearance before NCLT, Regional Director, SEBI and SAT etc.

The Board of Directors, on the recommendation of the Audit Committee, has proposed the appointment of Mr. Ashish C. Doshi, Practicing Company Secretary having Peer Review Certificate No – 6704/2025, holding Membership No. F3544 and Certificate of Practice No. 2356, as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from financial year 2025-26 to financial year 2029-30, to conduct the secretarial audit of the Company as prescribed under the Act and the rules made thereunder .

Mr. Ashish C. Doshi, proposed Secretarial Auditor has conveyed his eligibility and consent for appointment and confirmed that he is not disqualified from being appointed as Secretarial Auditor under the applicable laws.

The Board of Directors has approved a remuneration of ₹ 2,40,000/- [Rupees Two Lakh Forty Thousand only] per annum + GST for the Financial Year 2025-26 and 2026-27 each for conducting the Secretarial audit. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such a manner and to such an extent as may be mutually agreed with the Secretarial Auditors.

Further, the Company may obtain certifications and avail other permissible services under statutory regulations from Mr. Ashish C. Doshi, as may be required from time to time. The remuneration for certifications and other permissible services will be paid on mutually agreed terms.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.



Item No. 5

Mr. Narendra Shetty [Din: 00025868] was re-appointed as the Executive Chairman of the Company for a period of two years commencing from August 16, 2023 to August 15, 2025, post approval of the members in the 32nd Annual General Meeting.

The Board at its meeting held on August 14, 2025, based on the recommendation of the Nomination and Remuneration Committee has recommended to its members the re-appointment of Mr. Narendra Shetty [Din: 00025868], having age 85 years, as the Executive Chairman of the Company for a further period of one year commencing from August 16, 2025 to August 15, 2026, liable to retire by rotation, at a remuneration of ₹ 9,00,000/- per month.

Mr. Narendra Shetty [Din: 00025868] satisfies all the conditions as set out in Section 196[3] of the Act and Part-I of Schedule V to the Act, for being eligible for his appointment. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Executive Chairman of the Company.

Mr. Narendra Shetty, has a very rich experience of over five decades in the manufacture of exclusive quality glass containers. He is the core promoter and founder of the Company who had established the Company and was instrumental in its growth since inception. He is a visionary and has achieved the highest level of efficiency. He is an expert in the field of manufacture of glass and glass products.

During the tenure of Mr. Narendra Shetty as Executive Chairman, the Company had shown remarkable growth and progress. Also, during tough time and difficulties, Mr. Narendra Shetty had through his expertise and rich experience and business insight, steered the Company into profits.

A brief profile of Mr. Narendra Shetty, including nature of his expertise, is provided in the "Annexure" to the Notice pursuant to the provisions of [i] the Listing Regulations and [ii] Secretarial Standard on General Meetings ["SS-2"], issued by the Institute of Company Secretaries of India.

In terms of the provisions of Section 197 [as amended by the Companies [Amendment] Act, 2017], read with Schedule V of the Act, the Company is required to obtain the approval of the members by way of a special resolution for payment of remuneration to Managerial Personnel in case of no profits/ inadequacy of profits.

Further pursuant to the provisions of Regulation 17[6][e] of Listing Regulations, if the aggregate annual remuneration payable to Executive Directors who are promoters or members of promoter group exceeds five percent of net profits of the Company, the proposed remuneration shall also require approval of shareholders by special resolution.

Broad particulars of the terms and conditions of re-appointment of, and remuneration payable to Mr. Narendra Shetty are as under:

a] Tenure of re-appointment:

The re-appointment of Executive Chairman is for a period of 1 year commencing from August 16, 2025 to August 15, 2026, liable to retire by rotation.

b] Remuneration:

I. Salary: ₹ 9,00,000/- per month

Other terms of remuneration of the Executive Chairman shall be as under:

II. Perquisites:

- In addition to salary, an appointee shall also be entitled to perquisites which would include furnished accommodation or house rent allowance in lieu thereof, gas, electricity, water, furnishings, medical reimbursement, and leave travel concession for self and family, club fees, use of Company car, medical and personal accidental insurance and other benefits, amenities and facilities.



The value of the Perquisites will be evaluated as per Income-tax Rules, 1962 wherever applicable, and at actual cost in the absence of any such Rule.

- Contribution to Provident Fund, Superannuation Fund, Annuity Fund and Gratuity shall not be included in the computation of ceiling on remuneration to the extent these, either singly or put together, are not taxable under the Income-tax Act, 1961.
- Encashment of earned leave at the end of the tenure as per Rules of the Company shall not be included in the computation of ceiling on remuneration.
- Provision of car for use on Company's business, telephone and other communication facilities at residence will not be considered as perquisites.

III. Commission:

In addition to the salary and perquisites, an appointee shall be entitled to Commission, based on the net profits of the Company in any financial year not exceeding 1% [one percent] of net profits as the Nomination and Remuneration Committee shall determine having regard to the performance of the Company.

This Explanatory Statement may also be considered as the requisite abstract under Section 190 of the Act setting out the terms and conditions of re-appointment of Mr. Narendra Shetty as the Executive Chairman of the Company.

Further, the Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditor.

It is proposed to seek the Members' approval for the re-appointment of and remuneration payable to Mr. Narendra Shetty as an Executive Chairman, in terms of the applicable provisions of the Act and the relevant Rules made thereunder. The Board Recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members of the Company.

Other than Mr. Narendra Shetty being the appointee, Mr. Tarun Shetty being his son and Managing Director of the Company and Mr. Rohan Ajila being his son-in-law and Non-Executive Non-Independent Director of the Company and their relatives, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution as set out at item no. 5.

In terms of Section 197 read with Schedule V of the Act, the relevant details are specified in the Annexure-II which forms part of this explanatory statement.

By Order of the Board of Directors
For Haldyn Glass Limited

Dhruv Mehta

Company Secretary & Compliance Officer
ACS - 46874

Registered Office:

Haldyn Glass Limited

CIN: L51909GJ1991PLC015522

Village Gavasad, Taluka Padra

Dist. Vadodara - 391430, Gujarat

E-mail: baroda@haldyn.com

Web: www.haldynglass.com

Place: Mumbai

Date: August 14, 2025



“ANNEXURE”

A. In terms of Section 197 read with Schedule V of the Companies Act 2013, the relevant details for Item No. 5 is as under:

I. General Information

- a) **Nature of Industry:** Manufacturing of Glass Bottles
- b) **Date or expected date of commencement of commercial production:** The Company was incorporated on April 25, 1991 and its operating activities commenced thereafter.
- c) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable
- d) **Financial performance based on given indicators:**

The financial and operating performance of the Company during last three financial years is as under:

Particulars	2022-23	2023-24	2024-25
Revenue from operations	31,994.33	29,876.99	38,160.00
Total Income	32,430.14	31,436.03	38,931.79
Earnings before interest, tax, depreciation and amortization [EBITDA] before exceptional items	3,429.29	5,487.19	6,062.42
Profit/ [Loss] before tax	2,554.00	2,655.94	1,692.29
Profit/ [Loss] for the year after tax [before other comprehensive income]	1,969.53	1,875.61	1,296.51

[₹ In Lakhs]

- e) **Foreign investments or collaborations, if any:**

No foreign direct capital investment has been made in the Company during the year. Further, foreign investments in the Company include shareholding of FPIs, FIIs, NRIs, foreign banks, OCBs and foreign nationals, which were acquired through the secondary market.

As on March 31, 2025, the aggregate foreign shareholding in the Company was 1.90% [including NRI-Non Repatriable].

II. Information about the Directors

- a) **Background details:**

Mr. Narendra Shetty, Executive Chairman of Haldyn Glass Limited, is an Intermediate with over five decades of vast experience in the manufacture of exclusive quality glass containers. He is the core promoter and founder of the Company who had established the Company and was instrumental in its growth since inception. He is a visionary and has achieved the highest level of efficiency. He is an expert in the field of manufacture of glass and glass products.

- b) **Past Remuneration:**

Name and Designation of Director	FY 2022-23	FY 2023-24	FY 2024-25
Mr. Narendra Shetty, Executive Chairman	187.42	193.79	187.88

[₹ In Lakhs]

The remuneration is inclusive of perquisites wherever applicable.

**Other Disclosures:**

- i. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of the director-** Remuneration is as per above table
- ii. Details of fixed component and performance linked incentives along with the performance criteria-** No other incentives except the remuneration
- iii. Service contracts, notice periods, severance fees-** As per agreement between Company and Directors.
- iv. Stock option details, if any-** Not Applicable

c] Remuneration Proposed:

The Nomination and Remuneration Committee and the Board of Directors of the Company at their respective meetings held on August 11, 2025 and August 14, 2025, approved the terms of remuneration of Mr. Narendra Shetty, Executive Chairman for one year tenure commencing from August 16, 2025, as specified in the above resolutions as set in item no. 5:

Name and Designation of the Director	Proposed Remuneration [Amount in ₹]
Mr. Narendra Shetty, Executive Chairman	9,00,000/- per month

d] Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

The overall managerial remuneration paid by the Company during FY-2024-25 is as follows:

Name and Designation of the Director	Remuneration paid for the FY 2024-25 [Amount in ₹]
Mr. Narendra Shetty, Executive Chairman	1,87,88,000/-
Mr. Tarun Shetty, Managing Director	3,31,90,000/-

The remuneration paid by peer companies in the same industry as the Company to its Managerial Personnel are similar/ higher than the proposed overall managerial remuneration payable by the Company. Thus, the proposed remuneration of Managerial Personnel commensurate with the size of the Company, their profile & responsibilities, and the managerial remuneration paid in the same industry.

e] Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel [or other director], if any:

Besides the remuneration proposed, Mr. Narendra Shetty, Executive Chairman does not have any pecuniary relationship with the Company.

Mr. Narendra Shetty, Mr. Tarun Shetty and Mr. Rohan Ajila are related to each other.

III. Other Information:**a] Reasons for Loss or Inadequate Profits:**

Competitive environment due to the current surplus capacity in the glass industry continues to pose some challenges. The Company also faces the risk of volatility in forex, freight & fuel prices. However, we remain confident in our ability to navigate these challenges and take advantage of opportunities that lie ahead through innovation and transformation. We work towards our vision for sustained growth and value creation for all our stakeholders. Hence, management is of the opinion that the current challenges are temporary and the future augurs well for the Company.



b) Steps Taken / Proposed for Improvement and Expected Increase in Productivity and Profits:

Company's strategic focus remains on driving growth through sustainability and expanding into high-margin product segments. We are committed to maintaining financial prudence, operational efficiency, and sustainable business practices as foundation to our success. During the fiscal year 2024-25, Haldyn Glass Limited achieved highest turnover in the history of the Company through its fully operational furnaces and the state-of-the-art inspection and packaging technology. Haldyn is well poised to take advantage of the opportunities in the domestic as well as international markets.

B. Other parameters under Section 200 of the Companies Act, 2013 read with Rule 6 of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014.

- a. **Financial Position of the Company:** Details provided in Point no 1. of Board's Report.
- b. **Remuneration or commission drawn by individual concerned in any other capacity from the Company:** No Managerial Personnel has drawn remuneration or commission in any other capacity from the Company.
- c. **Remuneration or Commission drawn by Managerial Personnel from any other company:** Mr. Narendra Shetty draws sitting fees in the capacity of Non-Executive Director in Haldyn Corporation Limited.
- d. **Professional qualification and experience:** Please refer Para A [II] [a] above.
- e. **Financial and operating performance of the Company during the three preceding financial years:** Details provided in para A [I] [d] above.
- f. **Relationship between remuneration and performance:**
The Nomination & Remuneration Committee recommends the remuneration on the basis of performance of the Managerial personnel and the job responsibilities they hold.
- g. **The principle of proportionality of remuneration within the company, ideally by a rating methodology which compares the remuneration of directors to that of other directors on the board who receives remuneration and employees or executives of the company:**
Your Company has a strong performance management culture. All the Directors on the Board and employees undergo evaluation of his or her performance against the goals and objectives for the year. Therefore, they are governed by Company's Performance Management System in addition to the Board approved Remuneration Policy.
- h. **Whether remuneration policy for directors differs from remuneration policy for other employees and if so, an explanation for the difference:**
Your Company has Board approved Nomination and Remuneration policy for Directors, Key Managerial Personnel, Senior Managerial Personnel and other employees, which provides them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations and to retain, motivate and promote talent to ensure long term sustainability of talented managerial persons and create competitive advantage.
- i. **Securities held by the director, including options and details of the shares pledged as at the end of the preceding financial year:**
Please refer the details outlined in the table appearing at the end of this Notice giving details of Directors pursuant to Secretarial Standards on General Meetings [SS-2] issued by the Institute of Company Secretaries of India.



j. **Reasons and justification for payment of remuneration:**

Mr. Narendra Shetty is the Founder Executive Chairman of Haldyn Glass Ltd. He holds significant strategic and policy-level responsibilities within the Company and is involved in long-term planning, business governance, and Company wide initiatives. His experience and legacy position in the company allows him to provide critical direction to the executive leadership team.

Given the strategic importance of the Founder Executive Chairman in driving performance and sustaining competitive advantage, and considering his expertise and long-standing contribution, the payment of remuneration is proposed even in the event of inadequacy of profits as outlined in the respective resolution. This remuneration is proposed for a period not exceeding one year from the date mentioned in the respective resolution/ Explanatory statement.

By Order of the Board of Directors
For Haldyn Glass Limited

**Registered Office:
Haldyn Glass Limited**

CIN: L51909GJ1991PLC015522
Village Gavasad, Taluka Padra
Dist. Vadodara - 391430, Gujarat
E-mail: baroda@haldyn.com
Web: www.haldynglass.com

Place: Mumbai
Date: August 14, 2025

Dhruv Mehta
Company Secretary & Compliance Officer
ACS - 46874

Additional information on Directors recommended for appointment/re-appointment, as required under Regulation 36 of SEBI [Listing Obligations and Disclosure Requirements] Regulations 2015 and Secretarial Standards-2 on General Meetings:

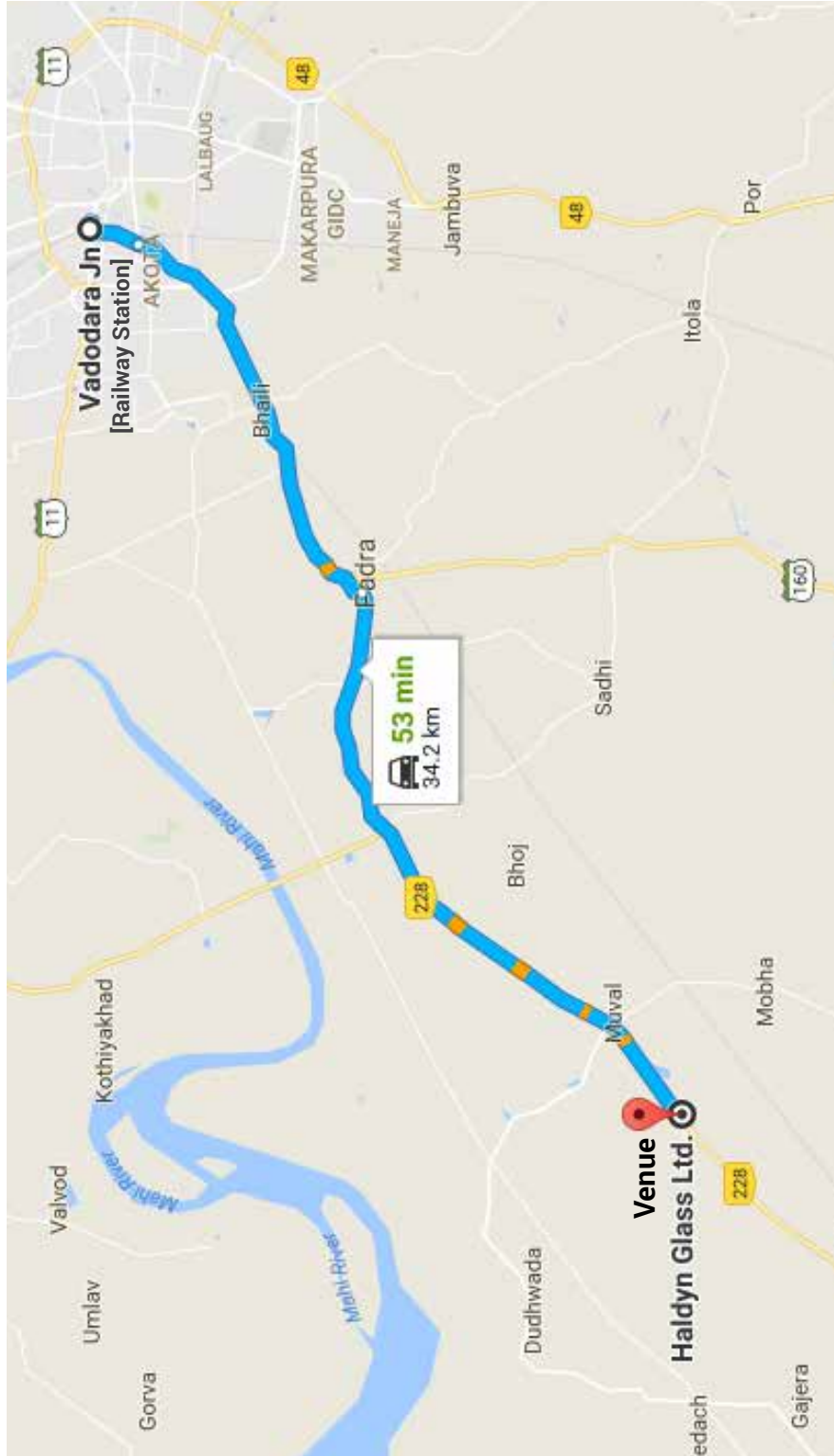
Name of the Director	Mr. Narendra Shetty	Mr. Rohan Ajila
Designation	Executive Chairman	Non-Executive Non-Independent Director
Director Identification Number	00025868	01549005
Date of Birth	August 12, 1940	March 11, 1967
Age	85 Years	58 Years
Qualifications	Intermediate	Master's Degree in finance and International Business from the university of Houston, Texas, USA.
Brief Resume/ Nature of expertise in specific functional areas	Vast experience over five decades in glass industry	Vast experience in finance.
Terms and Conditions of appointment/re-appointment	As per Agreement	Mr. Rohan Ajila retires by rotation at the ensuing AGM and being eligible, seeks re-appointment.
Date of first Appointment	April 25, 1991	May 30, 2013
Shareholding in the Company as on March 31, 2025	Nil	Nil
Relationship between Directors inter-se and with Manager and other KMPs	He is father of Mr. Tarun Shetty, Managing Director and father – in -law of Mr. Rohan Ajila, Non-Executive Non-Independent Director of the Company. He is not related to manager and other KMPs of the Company.	He is son-in-law of Mr. Narendra Shetty, Executive Chairman and brother-in-law of Mr. Tarun Shetty, Managing Director of the Company. He is not related to manager and other KMPs of the Company.
Number of meetings of the Board attended during the financial year 2024-25	6 out of 6 Board Meetings held during the year 2024-25.	6 out of 6 Board Meetings held during the year 2024-25.
Directorship held in other companies	<ul style="list-style-type: none"> ▪ Haldyn Corporation Limited ▪ Lotus Arts De Vivre [India] Private Limited 	<ul style="list-style-type: none"> ▪ Hercules Fitness Private Limited ▪ Haldyn Corporation Limited ▪ Haldyn Heinz Fine Glass Private Limited ▪ Robbins Global TBM Private Limited ▪ Manipal Payment and Identity Solutions Limited
Membership/ Chairmanship of Committees in other listed Companies [includes only Audit Committee and Stakeholder Relationship Committee]	Nil	Nil



Name of the Director	Mr. Narendra Shetty	Mr. Rohan Ajila
Last drawn remuneration and remuneration proposed to be paid	Remuneration last drawn is furnished in the Corporate Governance Report of the Company, which forms an integral part of this Annual Report. For proposed remuneration kindly refer resolution no. 5 of the notice convening this meeting.	Sitting fees for attending the meetings of the Board or Committee thereof and commission, if any.



Route / Venue Map



Direction : 35 Kms. from the city on the Baroda- Jambusar State Highway on the left, Near Dabka ONGC GGS.



HALDYN GLASS LIMITED

CIN : L51909GJ1991PLC015522

Registered Office: Village Gavasad, Taluka Padra, Dist. Vadodara – 391 430, Gujarat
Tel.: 02662 242339, Fax: 02662 245081, E-mail: baroda@haldyn.com, Web: www.haldynglass.com

ATTENDANCE SLIP

Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand over the same duly signed at the space provided, at the entrance of the meeting hall.



I hereby record my presence at the Thirty Fourth Annual General Meeting of the Company at the Registered Office of the Company at Village Gavasad, Taluka Padra, District Vadodara, Pin - 391 430, Gujarat on Tuesday, September 16, 2025 at 11.30 a.m.

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Shareholder _____ Signature _____

Name of the Proxyholder _____ Signature _____

Note: Shareholder/Proxyholder desiring to attend the Meeting should bring his copy of the Annual Report for reference at the Meeting.

Tear Here  



HALDYN GLASS LIMITED

CIN : L51909GJ1991PLC015522

Registered Office: Village Gavasad, Taluka Padra, Dist. Vadodara – 391 430, Gujarat
Tel.: 02662 242339, Fax: 02662 245081, E-mail: baroda@haldyn.com, Web: www.haldynglass.com

[Form No.MGT-11]

Proxy Form

[Pursuant to Section 105[6] of the Companies Act, 2013 and Rule 19[3] of the Companies Management and Administration] Rules, 2014]

Name of the member[s]			
Registered Address			
E-mail ID			
Folio No./Client ID No.			

I/We, being a Member/Member[s] _____ shares of the Haldyn Glass Limited, hereby appoint:

1.	Name			
	Address			
	E-mail :		Signature	

or failing him/her

2.	Name			
	Address			
	E-mail :		Signature	

or failing him/her

3.	Name			
	Address			
	E-mail :		Signature	



..... ✂ ✂

as my / our Proxy to attend and vote on a [poll]for me / us and on my / our behalf at the Thirty Fourth Annual General Meeting of the Company, to be held on Tuesday, September 16, 2025 at 11.30 a.m. at Village Gavasad, Taluka Padra, District Vadodara, Pin - 391 430, Gujarat and at any adjournment thereof in respect of such Resolutions as are indicated below:

No.	Resolutions
1.	Adoption of Audited Financial Statements [Standalone and Consolidated] of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon.
2.	Declaration of dividend of 70% i.e. ₹ 0.70 [seventy paise only] per Equity Share of ₹ 1.00 [one rupee] each for the financial year ended March 31, 2025.
3.	Appointment of a Director in place of Mr. Rohan Ajila [DIN: 01549005], who retires by rotation and being eligible, offers himself for re-appointment.
4.	Appointment of Secretarial Auditor.
5.	Re-appointment of Mr. Narendra Shetty [DIN: 00025868], having age of 85 years, as an Executive Chairman of the Company for the period of 1 [one] year.

Signed this _____ day of _____ 2025



Signature of shareholder[s] _____ Signature of Proxyholder[s] _____

Note: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



www.haldynglass.com

Corporate Office

B-1201, Lotus Corporate Park, Off. Western Express Highway,
Goregaon (East), Mumbai- 400 063. Maharashtra, India.

Tel: 91-22-42878999; Fax: 91-22-42878910; E-mail: info@haldyn.com, bombay@haldyn.com

Registered Office & Works

Village Gavasad, Taluka padra, District Vadodara- 391 430.

Tel.: 91-2662-242339; Fax: 91-2662-245081; E-mail: baroda@haldyn.com