

Yuvraaj Hygiene Products Limited
CIN: L74999MH1995PLC220253

Reg. Office: Plot No. A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape,

Navi Mumbai - 400 705

Ph: +91 7777048902/03/04, Email: yhpl@hic.in , Website: www.hic.in

POSTAL BALLOT NOTICE

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

Dear Member(s),

NOTICE is hereby given that pursuant to Sections 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read together with the Companies (Management and Administration) Rules, 2014, as amended ("the Management Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) of the Act or Rules or Listing Regulations, as the case may be, for the time being in force), Circulars issued by the Ministry of Corporate Affairs ('MCA Circulars') as amended from time to time and all other applicable laws, rules and regulations, if any, that the Resolution(s) as appended below, be passed by the Members of Yuvraaj Hygiene Products Limited ('the Company') through Postal Ballot only by way of "remote e-voting" ("e-voting") for the following special resolution

Sr.No	Particulars
1.	Appointment of Mr. Deepak Lalchand Nichani (DIN: 10535710) as an Independent Director of the Company
2.	Appointment of Mr. Vishal Chamanlal Gupta (DIN: 09257363) as an Independent Director of the Company

The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts pertaining to said resolution(s) forms part of this Notice.

The Board of Directors of the Company has appointed CS Mannish L. Ghia (Membership No. 6252), Partner at M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer for conducting Postal Ballot/e-voting process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act, read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the MCA Circulars and Regulation 44 of the Listing Regulations read with Circular dated December 9, 2020 issued by the Securities and Exchange Board of India on e-voting facility provided by Listed Entities as amended from time to time, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, the Company is pleased to extend e-voting facility to enable the Members to cast their votes electronically instead returning duly filled physical postal ballot form.

In compliance with regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted to Remote e-voting only i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice and instructions for Remote e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company/ depository participants. The details of the procedure to cast the vote form part of this Postal Ballot Notice

For the purpose of e-voting, the Company has engaged the services of Central Depository Services (India) Limited ('CDSL').

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

The e-voting facility will be available during the following period:

Commencement of e-voting period	9:00 A.M. (IST) on Wednesday, May 29, 2024
Conclusion of e-voting period	5:00 P.M. (IST) on Thursday, June 27, 2024
Cut-off date for eligibility to vote	Friday, May 24, 2024

The e-voting facility will be disabled by CDSL immediately after 5.00 p.m. IST on Thursday, June 27, 2024, and will be disallowed thereafter.

The Scrutinizer will submit his report to the Chairman of the Company or any other person duly authorised by the Chairman and the results of the voting will be announced as per prescribed limits under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from the conclusion of the Remote e-voting. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of Remote e-Voting i.e., Thursday, June 27, 2024. The said results declared along with the Scrutinizer's Report shall be placed on the Company's website viz. www.hic.in and on the website of CDSL, www.evotingindia.com

SPECIAL BUSINESS (ES)
PROPOSED RESOLUTIONS:

Item no. 1 – Appointment of Mr. Deepak Lalchand Nichani (DIN: 10535710) as an Independent Director of the Company

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Deepak Lalchand Nichani (DIN: 10535710) as an Independent Director, who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 01, 2024, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years from 01st April, 2024, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the directors/Company Secretary of the Company be and are hereby severally authorized to do the necessary filings with the Registrar of Companies and to do all such acts, deeds and things as may be required to give effect to the above resolution.

Item no. 2 – Appointment of Mr. Vishal Chamanlal Gupta (DIN: 09257363) as an Independent Director of the Company

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Vishal Chamanlal Gupta (DIN: 09257363) as an Independent Director, who was appointed as an Additional Director

in the capacity of an Independent Director with effect from April 01, 2024, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years from 01st April, 2024, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the directors/Company Secretary of the Company be and are hereby severally authorized to do the necessary filings with the Registrar of Companies and to do all such acts, deeds and things as may be required to give effect to the above resolution.

By order of the Board of Directors
For Yuvraaj Hygiene Products Limited

Sd/-

Mustafa Badami
Company Secretary & Compliance Officer
Membership No.: ACS. 30133

Place: Mumbai
Date: 21/05/2024

NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 setting out all the material facts and reasons in respect of the business set out at Resolution No. 1 and 2 in the Postal Ballot Notice is annexed hereto and forms part of Postal Ballot Notice. Members are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter, record their assent or dissent through the Remote evoting facility provided by the Company.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent via electronic mode only, to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company and as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) ("Depositories") as on Friday, May 24 , 2024 ("Cut-off Date"), and whose e-mail addresses are registered with the Company/ the Registrar and Transfer Agent (RTA) - CIL Securities Ltd, the Depositories/ Depository Participants. The Company has also made necessary arrangements for the members to register their email address for receiving the Postal Ballot Notice. Members who have not registered their email address are requested to register the same as per the process mentioned below.
3. As per the MCA Circulars, physical copies of this Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelopes are not being sent to the Members for this Postal Ballot. Members are requested to provide their assent or dissent through Remote e-Voting only. A Member cannot exercise his vote by proxy on postal ballot.
4. The Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from the Depositories as on Friday, May 24, 2024, the Cut-off Date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only.
5. Members may note that this Notice will be available on the Company's website at www.hic.in, websites of the Stock Exchanges i.e. BSE Limited www.bseindia.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com
6. In compliance with provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations and the Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on General Meetings, the Company is pleased to provide e-voting facility to the Members to exercise their votes electronically and vote on the resolutions through the e-voting service facility arranged by Central Depository Services (India) Limited (CDSL).
7. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, May 24, 2024. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
8. Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members on Friday, May 24, 2024. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.
9. The relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement shall be available for inspection electronically, during business hours on all working days, from the date of dispatch until the until the last date of the Remote e-Voting, basis the request of the Member(s) being sent on yhpl@hic.in mentioning their name, Folio no./Client ID and DP ID and the name of the document they wish to inspect, with a self-attested copy of their PAN Card attached to the e-mail.

10. The e-voting period commences on Wednesday, May 29, 2024, at 9:00 A.M. and ends on Thursday, June 27, 2024 at 5:00 P.M. During this period, Members of the Company, holding equity shares either in physical form or in dematerialized form, as on the Cut-Off date i.e., Friday, May 24, 2024, may cast their vote by e-voting. The e-voting module shall be disabled by Central Depository Services (India) Limited (CDSL) after the aforesaid date and time for voting. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
11. The Company has appointed CS Mannish L. Ghia (Membership No. 6252), Partner at M/s. Manish Ghia & Associates, Practicing Company Secretaries, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company or any other person duly authorised by the Chairman and the results of the voting by Postal Ballot will be announced as per prescribed limits under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from the conclusion of the Remote e-voting.
12. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of Remote e-Voting i.e., Thursday, June 27, 2024. The said results declared along with the Scrutinizer's Report shall be placed on the Company's website viz www.hic.in and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on from 9:00 A.M. (IST) on Wednesday, May 29, 2024 and ends on 5:00 P.M. (IST) on Thursday, June 27, 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, May 24, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter

(ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

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

Type of shareholders	Login Method
Individual Shareholders 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 cdsl 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 cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>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.</p>

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

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

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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used
- 6) If you are a first-time user follow the steps given below

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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	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.

Birth (DOB)	
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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN of Yuvraaj Hygiene Products Limited on which you choose to vote. The EVSN of the Company is 240521006.
- (ix) 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
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; vhpl@hic.in , if they have voted from individual tab & 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

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 READ WITH SECTION 110 OF THE ACT:

ITEM NO. 1 and 2:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors (“Board”) at their meeting held on March 27, 2024, approved the appointment of Mr. Deepak Lalchand Nichani (DIN: 10535710) and Mr. Vishal Chamanlal Gupta (DIN: 09257363) as Non-Executive Non-Independent Director of the Company for a period of five years with effect from April 01, 2024 subject to the approval of shareholders.

Pursuant to Regulation 17 (1C) of the Listing Regulations, Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta shall hold office until the date of next General meeting or for a period of three months from the date of appointment, whichever is earlier. Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta are eligible to be appointed as an Independent Director for a first term of 5 (Five) consecutive years..

The Company has received all statutory disclosures / declarations from Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta including:

- (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014
- (ii) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act
- (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations.

Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta have also confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to their registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Further, Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta have also confirmed that they have not been debarred from holding office of a Director by virtue of any Order passed by SEBI or any other such authority and that that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

As per the provision of Section 149(13) of the Act read with explanation to Section 152(6) of the Act, the period of office of Mr. Deepak Lalchand Nichani (DIN: 10535710) and Mr. Vishal Chamanlal Gupta (DIN: 09257363) will not be liable to determination by retirement of directors by rotation at any General Meeting.

The Nomination and Remuneration Committee (“NRC”) had previously finalized the desired attributes for the selection of the Independent Director(s) such as experience, expertise and independence etc. Basis those attributes, the NRC recommended the candidature of Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta.

Mr. Deepak Lalchand Nichani has over 25 years of experience in business development, strategy, relationship management, and finance, he likely possesses a deep understanding of various industries and markets. His expertise could include identifying growth opportunities, establishing strategic partnerships, managing client relationships, and

navigating complex financial landscapes. Such extensive experience suggests a seasoned professional capable of providing valuable insights and leadership in driving business success.

Mr. Vishal Chamanlal Gupta has over 25 years of experience in business development, strategy, and relationship management, along with expertise in various other matters, he likely possesses a comprehensive skill set honed through years of practice and learning. This breadth of experience suggests proficiency not only in core areas like business growth and partnerships but also in diverse aspects such as operations, marketing, human resources, and possibly even legal and regulatory compliance. Such a multifaceted background indicates adaptability, versatility, and a strong foundation for addressing a wide range of challenges and opportunities in the business landscape.

In the opinion of the Board, Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta fulfils the conditions as set out in Section 149(6) and Schedule IV of the Act and Listing Regulations and is thereby eligible for appointment as an Independent Director

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and Secretarial Standards as on the date of the Notice are provided in the the Notice. They shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act. Copy of draft letter of appointment of Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta setting out the terms and conditions of appointment is available for inspection by the Members at the Company's registered office during normal business hours on all working days from the date of dispatch until the last date of receipt of votes by Postal Ballot/e-voting

The Board recommends the resolutions as set out in the Notice for approval of the members as Special Resolution.

Except Mr. Deepak Lalchand Nichani and Mr. Vishal Chamanlal Gupta to whom these resolutions relate along with and their relatives (to the extent of their shareholding, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards 2 -General Meetings are given below:

Name	Mr. Deepak Lalchand Nichani	Mr. Vishal Chamanlal Gupta
DIN	10535710	09257363
Category		
Date of birth	21/12/1974	07/02/1973
Age	49	51
Qualifications	Bachelor of Commerce	Bachelor of Commerce
Experience / Nature of expertise in specific functional areas	He has an experience of over 25 years' in area of business development, strategy and relationship management and finance related matters.	He has an experience of over 25 years' in area of business development, strategy and relationship management and various other matters
Date of first appointment on the Board	01/04/2024	01/04/2024
Shareholding in the Company		
(a) Own	-	500 shares
(b) For other persons on a	-	-

beneficial basis		
Relationship with other directors and other Key Managerial Personnel	None	None
Number of Board Meetings attended during the year	-	-
Names of listed entities in which the person holds directorships	-	-
Names of listed entities from which the person has resigned in the past three years	-	-
Directorships held in other companies	-	-
Membership/Chairmanship of Committees of the Board	-	-
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	<p>Appointment as an Independent Director for a term of five consecutive years, not liable to retire by rotation.</p> <p>He will be entitled for sitting fee for attending the Board/Committee meetings, as approved by the Board. He would also be entitled for Commission, as may be approved by the Board and members, in terms of the provisions of the Act and the SEBI LODR Regulations.</p>	<p>Appointment as an Independent Director for a term of five consecutive years, not liable to retire by rotation.</p> <p>He will be entitled for sitting fee for attending the Board/Committee meetings, as approved by the Board. He would also be entitled for Commission, as may be approved by the Board and members, in terms of the provisions of the Act and the SEBI LODR Regulations.</p>
Remuneration last drawn	-	-
Brief profile / resume of Director	<p>With a Bachelor of Commerce degree and over 25 years of experience in business development, strategy, relationship management, and finance, he likely brings a deep understanding of market dynamics and effective tactics for growth and sustainability. His background in commerce and extensive experience would likely make him a valuable asset to any organization seeking to expand its operations or improve its financial performance.</p>	<p>With a Bachelor of Commerce degree and over 25 years of experience in business development, strategy, relationship management, and other areas, he likely possesses a strong understanding of market dynamics and effective business practices. His extensive experience suggests that he has successfully navigated various challenges and contributed significantly to the growth and success of the organizations he's been a part of.</p>
Skills and capabilities required for the role	Refer Notice and Explanatory Statement	Refer Notice and Explanatory Statement

and the manner in which the proposed person meets such requirements		
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By order of the Board of Directors
For Yuvraaj Hygiene Products Limited

Sd/-

Mustafa Badami
Company Secretary & Compliance Officer
Membership No.: ACS. 30133

Place: Mumbai
Date: 21/05/2024