

June 09, 2025

To
BSE Ltd.
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

RUDRAECO / 514010 / INE723D01021

Sub: POSTAL BALLOT NOTICE

Dear Sir/Madam,

Pursuant to Regulation 30 read with para A, part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the Postal Ballot Notice ("Notice") dated May 29, 2025 together with Explanatory Statement sent to the members of the Company through electronic mode only, whose names appeared on the Register of Members / List of Beneficial Owners and whose e-mail addresses are registered with the Company's Registrar and Share Transfer Agent viz., Beetal Financial & Computer Services Private Limited/ Depository(ies) / Depository Participants as on Friday, 06th Day of June, 2025, i.e., Cut-off date, for seeking approval by way of remote electronic voting ("e-voting") on the following special businesses:

| Sr. No. | Description | Resolution Type |
|---------|---|--------------------|
| 1 | REGULARIZATION/CHANGE IN DESIGNATION OF MR. AKHILESH KUMAR TIWARI (DIN: 11086015) FROM ADDITIONAL (EXECUTIVE) DIRECTOR TO AN EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY AND APPROVE HIS REMUNERATION. | Special Resolution |
| 2 | APPROVAL/RATIFICATION FOR MATERIAL RELATED PARTY TRANSACTION WITH SHIVA TEXTFABS LIMITED | Special Resolution |
| 3 | APPROVAL/RATIFICATION FOR MATERIAL RELATED PARTY TRANSACTION WITH YOGINDER A WORSTED LIMITED | Special Resolution |

The Company has completed dispatch of the said Postal Ballot Notice, today, i.e., on June 09, 2025.

The e-voting shall commence on Thursday, June 12, 2025 at 09:00 a.m. (IST) and end on Friday, July 11, 2025 at 05:00 p.m. (IST). The Company has engaged the services of Beetal Financial & Computer Services Private Limited for the purpose of e-voting facility to its members. The Notice containing e-voting instructions and other necessary details is being made available on the website of the Company at www.rudraecovation.com.

✉ hfl.corporate@gmail.com

🌐 www.rudraecovation.com

📍 **Registered Office:** Plot No. 43-44, Industrial Area, Barotiwala-174103 (HP)
Corporate Office: 4th Floor, Wood Stock Tower, B-35/958, Adarsh Nagar,
Ferozepur Road, Opposite Waves Mall, Ludhiana-141012, Punjab

(Formerly known as HIMACHAL FIBRES LIMITED)



This is for your information and record.

Thanking you,
For Rudra Ecovation Limited

Nancy Singla
Company Secretary and Compliance Officer

Encl: As Above

✉ hfl.corporate@gmail.com

🌐 www.rudraecovation.com

📍 **Registered Office:** Plot No. 43-44, Industrial Area, Barotiwala-174103 (HP)
Corporate Office: 4th Floor, Wood Stock Tower, B-35/958, Adarsh Nagar,
Ferozepur Road, Opposite Waves Mall, Ludhiana-141012, Punjab

CIN - L17119HP1980PLC031020 / L43292HP1980PLC031020

RUDRA ECOVATION LIMITED
(Formerly Known as Himachal Fibres Limited)

(CIN: L43292HP1980PLC031020)

Registered Office: Plot No. 43-44, Industrial Area, Barotiwala – 174103, Himachal Pradesh

Email: hfl.corporate@gmail.com | Website: www.rudraecovation.com |

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

| | |
|---------------------------------------|-------------------------------------|
| VOTING STARTS ON | VOTING ENDS ON |
| Thursday, June 12, 2025 at 09:00 a.m. | Friday, July 11, 2025 at 05:00 p.m. |

Dear Members,

NOTICE is hereby given to the Members of Rudra Ecovation Limited (hereinafter referred to as the “Company”) pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the requirements prescribed by the MCA for holding general meetings/ conducting postal ballot process through e-voting vide General Circular No. 09/2024 dated September 19, 2024 read with other relevant circulars issued in this regard (‘MCA Circular’), to transact the Special Business as set out hereunder by passing Special Resolutions by way of postal ballot only, by voting through electronic means (‘remote e-voting’).

The Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company have appointed Mr. Ansh Bhambri (CP 22626), Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the said purpose.

In compliance with the aforesaid MCA Circular, this Notice is being sent only through electronic mode to those Members whose email addresses are registered with Beetal Financial and Computer Services Private Limited, the Company’s Registrars and Transfer Agent (‘RTA’) / National Securities Depository Limited (‘NSDL’) and/or Central Depository Services (India) Limited (‘CDSL’), (NSDL and CDSL collectively ‘Depositories’). Accordingly, a physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place only through the remote e-voting.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circular and SS-2, the Company has engaged the services of CDSL for the purpose of providing remote e-voting facility to its Members to enable them to cast their votes electronically. The instructions and detailed procedure for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.rudraecovation.com.

Members desiring to exercise their vote through the remote e-voting process 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 for casting of votes by remote e-voting not later than 5:00 p.m. (IST) on Friday, July 11, 2025. The remote e-voting facility will be disabled by CDSL immediately thereafter.

The remote e-voting period commences from 9:00 A.M. on June 12, 2025 and ends at 5:00 P.M. (IST) on July 11, 2025. The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before 5.00 p.m. (IST) on 15th July, 2025. The last date of e-voting shall be the date on which the Resolutions would be deemed to have been passed, if approved by the requisite majority. The said results along with the Scrutinizer's Report would be intimated to BSE Limited ('BSE') where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website at www.rudraecovation.com and on the website of Central Depository Services (India) Limited ('CDSL') at www.evotingindia.com.

SPECIAL BUSINESS:

1. REGULARIZATION/CHANGE IN DESIGNATION OF MR. AKHILESH KUMAR TIWARI (DIN: 11086015) FROM ADDITIONAL (EXECUTIVE) DIRECTOR TO AN EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY AND APPROVE HIS REMUNERATION.

To consider and if thought fit, pass with or without modification(s), the following Resolutions as Special Resolution:

"RESOLVED THAT pursuant to the provisions of the Sections 196, 197, 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or reenactment thereof for the time being in force) in context of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), and the Articles of Association of the Company, and in pursuance to recommendation of Nomination and Remuneration Committee of the Company at its meeting held on May 09, 2025, Mr. Akhilesh Kumar Tiwari, having DIN: 11086015, was appointed as Additional director, consent of the shareholders be and is hereby accorded to appoint/change the designation of Mr. Akhilesh Kumar Tiwari, having DIN: 11086015, as an Executive Director of the Company w.e.f. May 09, 2025 for a period of 5 (five) years from May 09, 2025 till May 08, 2030 and whose office is liable to retire by rotation, and on such terms and conditions as stated herein below and more elaborated in the explanatory statement and mutually agreed between the Company and Mr. Akhilesh Kumar Tiwari, namely:

Remuneration: Mr. Akhilesh Kumar Tiwari shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

- a) • CTC: 3,00,000 (Rupees Three Lakh) per Month
- HRA @ 15% per month of the Basic Salary.
- Telephone: Mobile/Telephone facility as per the Company's rules.
- Leave encashment as per the Company's rules.
- Provident Fund: Company's contribution towards Provident Fund as per Provisions of Employees Provident Fund Act.
- Bonus as per the Company's rules.

- Gratuity: Payable at a rate not exceeding half a month's salary for each completed year of service as per Company's rules.
- Reimbursement of actual traveling, boarding and lodging expenses and other amenities as may be incurred by her from time to time, in connection with the Company's business.

RESOLVED FURTHER THAT the Board had appointed Mr. Akhilesh Kumar Tiwari as Chief Executive Officer w.e.f. May 09, 2025.

RESOLVED FURTHER THAT approval of members of the Company be and is hereby granted to the Board of Directors of the Company (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) to give annual increments to Mr. Akhilesh Kumar Tiwari during the term of his appointment subject to maximum limits allowed under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable provisions including amendments if any.

RESOLVED FURTHER THAT Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of appointment of Mr. Akhilesh Kumar Tiwari, the Company has no profits or its profits are inadequate, the Company shall pay to him remuneration by way of salary, benefits, and perquisites as applicable to him.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) be and is hereby authorized to do all such acts, deeds or things as may be required to give effect to the aforesaid resolution."

2. APPROVAL/RATIFICATION FOR MATERIAL RELATED PARTY TRANSACTION WITH SHIVA TEXTFABS LIMITED

To consider and if thought fit, pass with or without modification(s), the following Resolutions as a Special Resolution:

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") and Section 188 of the Companies Act, 2013 (the "Act"), if any, and to the extent applicable, and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any amendments, statutory modifications and/or re-enactment thereof for the time being in force, read with the Company's Policy on dealing with Related Party Transactions, and subject to such other laws, rules and regulations as may be applicable in this regard and basis the recommendation of the Audit Committee and approval of the Board of Directors of the Company, consent of the members be and is hereby accorded to the Board of Directors (the "Board", which term shall include any of the committees thereof) of the Company to enter into any and all material related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions taken together with **Shiva Textfabs Limited** a 'related party' as defined in Regulation 2(1)(zb) of the SEBI Listing Regulations, inter-alia, for entering into transactions as detailed in the explanatory statement to this resolution, on such terms and conditions as the Board, in its absolute discretion, may deem fit, provided that the aggregate outstanding value of all such material related party transactions/contracts/ arrangements shall, at any point of time, not exceed Rs. 50 Crore (Rupees Fifty Crore only) for each transaction or upto the amount as mentioned in explanatory statement forming part of the notice during the year ending on 31st March 2026, provided that the said transactions shall be at the arm's length basis and in the ordinary course of business."

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give full effect to the above resolution and matters connected therewith or incidental thereto including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as maybe required, settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all decisions from the powers herein conferred to, without being required to seek any further consent/approval from the members of the Company.”

3. APPROVAL/RATIFICATION FOR MATERIAL RELATED PARTY TRANSACTION WITH YOGINDERA WORSTED LIMITED

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI Listing Regulations”) and Section 188 of the Companies Act, 2013 (the “Act”), if any, and to the extent applicable, and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any amendments, statutory modifications and/or re-enactment thereof for the time being in force, read with the Company’s Policy on dealing with Related Party Transactions, and subject to such other laws, rules and regulations as may be applicable in this regard and basis the recommendation of the Audit Committee and approval of the Board of Directors of the Company, consent of the members be and is hereby accorded to the Board of Directors (the “Board”, which term shall include any of the committees thereof) of the Company to enter into any and all material related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions taken together with **Yogindera Worsted Limited** a ‘related party’ as defined in Regulation 2(1)(zb) of the SEBI Listing Regulations, inter-alia, for entering into transactions as detailed in the explanatory statement to this resolution, on such terms and conditions as the Board, in its absolute discretion, may deem fit, provided that the aggregate outstanding value of all such material related party transactions/contracts/ arrangements shall, at any point of time, not exceed Rs. 50 Crore (Rupees Fifty Crore only) for each transaction or upto the amount as mentioned in explanatory statement forming part of the notice during the year ending on 31st March 2026, provided that the said transactions shall be at the arm’s length basis and in the ordinary course of business.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give full effect to the above resolution and matters connected therewith or incidental thereto including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as maybe required, settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all decisions from the powers herein conferred to, without being required to seek any further consent/approval from the members of the Company.”

**By order of the Board
For Rudra Ecovation Limited
(Formerly Known as Himachal Fibres Limited)
Sd/-
Gian Chand Thakur
Whole Time Director
DIN: 07006447**

**Place: Ludhiana
Date: 29th May, 2025**

Registered Office: 43-44, Industrial Area, Barotiwala-174103(Himachal Pradesh)
Corporate Office: 4th Floor, Wood Stock Tower, B-35/958, Adarsh Nagar,
Ferozepur Road, Opposite Waves Mall, Ludhiana, Punjab-141012
CIN: L17119HP1980PLC031020/ L43292HP1980PLC031020
Website: www.rudraecovation.com
Email: hfl.corporate@gmail.com

NOTES

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') stating material facts and reasons for the proposed resolution is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, the Postal Ballot Notice is being sent by electronic mode to all those members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company/ Depositories as on Friday, June 06, 2025 ('Cut-off date') and whose e-mail IDs are registered with the Company/Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given below under these Notes.
3. In accordance with the provisions of the MCA Circulars, Members can vote only through the e-voting process. Members are requested to provide their assent or dissent through e-voting only. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
4. In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Management Rules, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has engaged the services of CDSL for facilitating e-voting to enable the Members to cast their votes electronically.
5. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.rudraecovation.com, websites of the Stock Exchanges i.e., BSE Limited ('BSE') at www.bseindia.com and on the website of CDSL at www.evoting.india.com
6. All the material and relevant documents referred to Explanatory Statements, shall be available for inspection through electronic mode from June 12, 2025 till July 11, 2025 basis the request being sent on hfl.corporate@gmail.com, mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card or Aadhar Card attached to the email.
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 June 06, 2025 being the cut-off date fixed for the purpose.
8. The voting through electronic means will commence from 9:00 A.M. on Thursday, June 12, 2025 and ends at 5:00 P.M. on Friday, July 11, 2025. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
9. A Shareholders / Members cannot exercise his/her vote by proxy on Postal Ballot.
10. The Scrutinizer will submit their report to the Chairman or the Company Secretary after completion of the scrutiny and the result of the Postal Ballot voting process will be declared on or before July 15, 2025.
11. Resolution passed by Members with requisite majority, through Postal Ballot shall be deemed to have been passed at a General Meeting of Members convened on that behalf.
12. The result of the Postal Ballot shall be communicated to all the Stock Exchanges where the equity shares of the Company are listed. The Special Resolutions, if passed by the requisite majority, shall be deemed to have been passed on July 11, 2025, being the last date specified by the Company for e-voting.

13. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to or query/grievance with respect to E-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 2109911.

14. Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

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. on Thursday, June 12, 2025 and ends at 5:00 P.M. on Friday, July 11, 2025. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <June 06, 2025> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Pursuant to 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 cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <ol style="list-style-type: none"> 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 redirected 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.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to |

| | |
|--|--|
| | <p>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> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</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 2109911 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

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

(v) Login method for 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 | <p>Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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) | <p>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.</p> <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. |

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN i.e. **250607004** for the relevant <Rudra Ecovation limited> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; hfl.corporate@gmail.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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 toll free no. 1800 2109911

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, MarathonFuturex, 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 2109911

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

ITEM- 1:

1. REGULARIZATION/CHANGE IN DESIGNATION OF MR. AKHILESH KUMAR TIWARI (DIN: 11086015) FROM ADDITIONAL (EXECUTIVE) DIRECTOR TO AN EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY AND APPROVE HIS REMUNERATION.

Mr. Akhilesh Kumar Tiwari (DIN: 11086015), was appointed as an Executive Director of the Company designated as Executive Director & Chief Executive Officer by the Board on the recommendation of Nomination and remuneration committee at its meeting held on May 09, 2025, subject to the approval of shareholders.

The Company has received the requisite consent, disclosure(s) and declaration(s) from Mr. Akhilesh Kumar Tiwari as required under the provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against him debarring him from accessing the capital markets or restraining him from holding the position of Director in any listed company.

As per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on May 09, 2025, subject to approval of members at the ensuing General Meeting, Mr. Akhilesh Kumar Tiwari (DIN: 11086015) is appointed as an Executive Director designated as Executive Director & CEO of the Company for a period of 5 years, with effect from May 09, 2025 till May 08, 2030 on the terms and conditions as set out in this item of the notice and as per agreement executed between Mr. Akhilesh Kumar Tiwari and the Company and whose office shall be liable to retire by rotation.

The principal terms and conditions of appointment of Mr. Akhilesh Kumar Tiwari (hereinafter referred to as "the Appointee") including his remuneration are as given below:

A. Tenure of Appointment: The appointment of Mr. Akhilesh Kumar Tiwari as Executive Director designated as Executive Director & CEO w.e.f. May 09, 2025 for a period of five (5) years from May 09, 2025 till May 08, 2030 or till the date of his relinquishment of his employment with the Company, whichever is earlier.

B. Nature of Duties: The appointee shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the

Board, in connection with and in the best interests of the Company including performing duties as assigned by the Board from time to time by serving on the Boards

C. Remuneration: Mr. Akhilesh Kumar Tiwari shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

- a) • CTC: 3,00,000 (Rupees Three Lakh) per Month
- HRA @ 15% per month of the Basic Salary.
 - Telephone: Mobile/Telephone facility as per the Company's rules.
 - Leave encashment as per the Company's rules.
 - Provident Fund: Company's contribution towards Provident Fund as per Provisions of Employees Provident Fund Act.
 - Bonus as per the Company's rules.
 - Gratuity: Payable at a rate not exceeding half a month's salary for each completed year of service as per Company's rules.
 - Reimbursement of actual traveling, boarding and lodging expenses and other amenities as may be incurred by her from time to time, in connection with the Company's business.

b) Annual Increments: The salary as stated above will be increased/ or revised every year effective from April month by the Board / or the Nomination & Remuneration Committee after proper evaluation including company's performance, market conditions etc., without seeking fresh approval every year from the shareholders, subject to the conditions that the total remuneration payable to Mr. Akhilesh Kumar Tiwari is / or are within the prescribed limits of the Companies Act, 2013 or SEBI Listing Regulations, including amendments if any.

D) Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the appointment, the Company has no profits or its profits are inadequate, the Company shall pay to him, remuneration by way of Salary, Benefits, and Perquisites as specified above.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure-I to the Explanatory Statement.

The Board recommends passing of the Resolution at Item No. 1 as a Special Resolution in accordance with the provisions of Sections 196, 197, 203 and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013.

Except Mr. Akhilesh Kumar Tiwari, none of the Directors or Key Managerial Personnels or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM- 2&3:

APPROVAL/RATIFICATION FOR MATERIAL RELATED PARTY TRANSACTION WITH SHIVA TEXTFABS LIMITED AND YOGINDERA WORSTED LIMITED

The Corporation is engaged in business of manufacturing of fibre and yarn. In furtherance of its business activities, the Corporation has entered into / will enter into transactions / agreements / arrangements with related parties in terms of applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. Related Party transactions are at arm's length basis and in the ordinary course of business.

The Corporation has a set process for the related party transactions undertaken by it. Further, all related party transactions are undertaken after obtaining prior approval of the Audit Committee. All related party transactions have been unanimously approved by the Audit Committee. The Audit Committee reviews on a quarterly basis, the details of all related party transactions entered into by the Corporation during the previous quarter, pursuant to its approvals.

The applicable provisions of Regulation 23 of the SEBI Listing Regulations, requires the listed entities to take prior approval of shareholders by means of an Special Resolution for all material related party transactions, even if such transactions are in the ordinary course of business of the Company and at arm's length basis.

Further, a transaction with a related party shall be considered material if the transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds Rs. 1,000 Crore or 10% of the annual consolidated turnover as per the last audited financial statements of a listed entity, whichever is lower.

Details pursuant to SEBI Circular dated 14.02.2025 & Industry Standards on "Minimum information to be provided for Review of the Audit Committee and Shareholders for Approval of Related Party Transaction (RPT)" is given in Annexure - I.

None of the Directors, Key Managerial Personnel (KMPs), and their relatives, except to the extent of their direct/indirect shareholding or involvement, if any, in the related party, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the passing of the Special Resolutions set out in the Notice for the approval of members.

The particulars of the contract / arrangement with Shiva Texfabs Limited and Yogindera Worsted Limited are as under:

| Sr. No. | A (1). Basic details of the related party | | |
|---|--|---|---|
| 1. | Name of Related Parties and its relation with the listed entity | Shiva Texfabs Limited Shiva Texfabs Limited is an entity under the common control with the company | Yogindera Worsted Limited Yogindera Worsted Limited is an entity under the common control with the company |
| 2. | Country of Incorporation of Related Party | India | India |
| 3. | Nature of Business of Related Party | Textile | Textile |
| A (2). Relationship and ownership of the related party | | | |
| 4. | Relationship between the listed entity and the related party. | Common Director and Promoter | Common Director and Promoter |
| 5. | Shareholding or contribution % or profit & loss | 6.65% Fully paid up shares | Nil |

| | | | | | | | |
|--|--|---|-----------------------|-----------------|--|-----------------------|-----------------|
| | sharing % of the listed entity, whether direct or indirect, in the related party. | Invested 4701755 partly paid up equity shares. | | | | | |
| 6. | Shareholding of the related party, whether direct or indirect, in the listed entity. | Direct Shareholding- Nil Indirect Shareholding: Akhil Malhotra -0.44% Shiva Spinfab Private Limited- 1.09% | | | Direct Shareholding- Nil Indirect Shareholding: Akhil Malhotra -0.44% | | |
| A (3). Financial performance of the related party | | | | | | | |
| 7. | Standalone turnover of the related party for each of the last three financial years:(In Lacs) | | | | | | |
| | F.Y. 2023-2024 | 42000.31 | | | 6414.04 | | |
| | F.Y. 2022-2023 | 51329.17 | | | 6537.97 | | |
| | F.Y. 2021-2022 | 49790.39 | | | 4930.28 | | |
| 8. | Standalone net worth of the related party for each of the last three financial years:(In Lacs) | | | | | | |
| | F.Y. 2023-2024 | 5863.76 | | | (232.36) | | |
| | F.Y. 2022-2023 | (43726.06) | | | 87.39 | | |
| | F.Y. 2021-2022 | (47033.94) | | | (55.76) | | |
| 9. | Standalone net profits of the related party for each of the last three financial years:(In Lacs) | | | | | | |
| | F.Y. 2023-2024 | 49589.83 | | | (865.23) | | |
| | F.Y. 2022-2023 | (72.75) | | | (485.96) | | |
| | F.Y. 2021-2022 | (166.53) | | | (361.43) | | |
| A (4). Details of previous transactions with the related party | | | | | | | |
| 10. | Total amount of all the transactions undertaken by the listed entity with the related party during each of the last three financial years. | F.Y. | Nature of Transaction | Amount (in INR) | F.Y. | Nature of Transaction | Amount (in INR) |
| 2024-25 | | Purchase, Sale, rent, Investment | 1309173643 | 2024-25 | Purchase, Sale, rent, | 7565576 | |
| 2023-24 | | Purchase, Sale, rent, Investment | 18,93,16,550.60 | 2023-24 | Purchase, Sale, rent, | 30,72,000 | |
| 2022-23 | | Purchase, Sale, rent, Investment | 30,31,27,183 | 2022-23 | Purchase, Sale, rent, | 356181 | |
| | | | | | | | |
| 11. | Total amount of all the transactions undertaken by the listed entity with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders). | Rent- 11,800 Sale- 3,67,29,735 Purchase- 2,82,70,317 All the transactions are in the ordinary course of business and done as if parties were unrelated and on arm's length basis | | | Rent- 25,960 Purchase-3257 All the transactions are in the ordinary course of business and done as if parties were unrelated and on arm's length basis | | |
| 12. | Whether prior approval of Audit Committee has been taken for the above | Yes | | | yes | | |

| | | | |
|--|---|---|---|
| | mentioned transactions? | | |
| 13. | Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years. | NO | NO |
| A (5). Amount of the proposed transactions (All types of transactions taken together) | | | |
| 14. | Total amount of all the proposed transactions being placed for approval in the current meeting. | Purchase- 50 Crore Sale- 50 crore Rent- 3 lakh Above are an indicative/tentative amounts of transactions that may be done with the related parties, the actual transactions may be much lower than the limits being applied for approval. | Purchase- 50 Crore Sale- 50 crore Rent- 3 lakh Above are an indicative/tentative amounts of transactions that may be done with the related parties, the actual transactions may be much lower than the limits being applied for approval. |
| 15. | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards? | Yes | Yes |
| B. Details for specific transactions | | | |
| 1. | Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.) | i. Purchase or receipt of goods, material or services including Job work and lease of immovable property goods, material and services and ii. Sale or Supply of goods, material or services including Job work and lease of immovable property goods, material and services, iii. Rent All transactions are in the ordinary course of Business and on arm's length basis | i. Purchase or receipt of goods, material or services including Job work and lease of immovable property goods, material and services and ii. Sale or Supply of goods, material or services including Job work and lease of immovable property goods, material and services, iii. Rent All transactions are in the ordinary course of Business and on arm's length basis |

| | | | |
|----|---|---|---|
| 2. | Details of the proposed transaction | <p>i. Purchase or receipt of goods, material or services including Job work and lease of immovable property goods, material and services and</p> <p>ii. Sale or Supply of goods, material or services including Job work and lease of immovable property goods, material and services,</p> <p>iii. Rent</p> <p>The transactions being entered into for the Financial Year 2025-26</p> | <p>i. Purchase or receipt of goods, material or services including Job work and lease of immovable property goods, material and services and</p> <p>ii. Sale or Supply of goods, material or services including Job work and lease of immovable property goods, material and services,</p> <p>iii. Rent</p> <p>The transactions being entered into for the Financial Year 2025-26</p> |
| 3. | Tenure of the proposed transaction (tenure in number of years or months to be specified) | Financial Year 2025-26, One Year | Financial Year 2025-26, One Year |
| 4. | Indicative date / timeline for undertaking the transaction | 01.04.2025-31.03.2026 | 01.04.2025-31.03.2026 |
| 5. | Whether omnibus approval is being sought? | NO | NO |
| 6. | Value of the proposed transaction during a financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract. If omnibus approval is being sought, the maximum value of a single transaction during a financial year. | <p>Purchase- 50 Crore Sale- 50 Crore Rent- 3 Lakh</p> <p>However, actual amount of Purchase and Sale shall be payable may be differ, as per the terms and conditions / best quotation received from the parties</p> | <p>Purchase- 50 Crore Sale- 50 Crore Rent- 3 Lakh</p> <p>However, actual amount of Purchase and Sale shall be payable may be differ, as per the terms and conditions / best quotation received from the parties</p> |
| 7. | Whether the RPTs proposed to be entered into are: | | |

| | | | |
|----|--|---|---|
| | (i) not prejudicial to the interest of public shareholders, and | Yes, the transactions are not prejudicial to the interest of public shareholders | Yes, the transactions are not prejudicial to the interest of public shareholders |
| | (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party | Yes, the transactions shall be carried out on the same terms and conditions as would be applicable to any party who is not a related party | Yes, the transactions shall be carried out on the same terms and conditions as would be applicable to any party who is not a related party |
| 8. | Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders. | Both, Rudra and STL being part of the Shiva Group, These Transactions help to run business smoothly for both the companies and also provide desired quality and services without any interruption and avoid delay in handling material. Transactions are commercially beneficial, and in furtherance of business of the Corporation. | Both, Rudra and Yogindera being part of the Shiva Group, These Transactions help to run business smoothly for both the companies and also provide desired quality and services without any interruption and avoid delay in handling material. Transactions are commercially beneficial, and in furtherance of business of the Corporation. |
| 9. | Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%. | Common directors and promoters and their relatives have interest in the transaction to the extent of their holding directorship/ shareholding in Rudra and Shiva (Shareholding and contribution disclosed below pt. 9(a) & 9(b)) | Common directors and promoters and their relatives have interest in the transaction to the extent of their holding directorship/ shareholding in Rudra and Yogindera. (Shareholding and contribution disclosed below pt. 9(a) & 9(b)) |
| | a. Name of Director/ KMP | Akhil Malhotra (Common director and Promoter) Mayank Malhotra(Common Promoter) Simmi Malhotra(Common Promoter) | Akhil Malhotra (Common director and Promoter) Mayank Malhotra(Common Shareholder) |

| | | | |
|------------|---|---|---|
| | | Kajal Rai (Common Director) | Kajal Rai (Common Director) Balmukhi Textiles Private Limited (Common Shareholder) Brijeshwari textiles Private Limited (Common Shareholder) |
| | b. Shareholding of the director / KMP, whether direct or indirect, in the related party | Akhil Malhotra (Common director and Promoter)- 18.92% Mayank Malhotra(Common Promoter)- 0.05% Simmi Malhotra(Common Promoter)- 0.67% Kajal Rai (Common Director)-0.00% Shiva Spinfab Private Limited – 15.37% (Common Promoter) | Akhil Malhotra (Common director and Promoter)- 3.20% Mayank Malhotra(Common Promoter)-0.01% Balmukhi Textiles Private Limited (Common Shareholder)- 20.69% Brijeshwari textiles Private Limited (Common Shareholder)- 16.04% Shiva Spinfab Private Limited (Common Shareholder)- 38.61% |
| 10. | Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. | | |
| | a. Name of Director/ KMP/ partner | Akhil Malhotra, | Akhil Malhotra |
| | b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed Entity | Akhil Malhotra -0.44% (Common Director in the related party) | Akhil Malhotra- 0.44% (Common Director in the related party) |
| 11. | A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee. | NA | NA |
| 12. | Other information relevant for decision making. | NIL | NIL |
| | B(2). Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction | | |
| 13. | Number of bidders / suppliers / vendors / traders / distributors / service providers from whom bids / quotations were received with respect to the proposed transaction along with | Yes, we had received quotation from multiple Suppliers/ Vendors/ Distributors. At, First we file indent, Indent is based on price list or quotation, and then we prepare comparative chart, on the basis of best quality and less price we put order to party. | Yes, we had received quotation from multiple Suppliers/ Vendors/ Distributors. At, First we file indent, Indent is based on price list or quotation, and then we prepare comparative chart, on the basis of best quality and less price we put order to party. |

| | | | |
|---|---|---|---|
| | details of process followed to obtain bids. | | |
| 14. | Best bid / quotation received. If comparable bids are available, disclose the price and terms offered. | We compare, on the basis of less price and best quality. | We compare, on the basis of less price and best quality. |
| 15. | Additional cost / potential loss to the listed entity or the subsidiary in transacting with the related party compared to the best bid / quotation received. | <p>No, There is no additional cost/ potential loss to the listed entity in transacting with the related party.</p> <p>To buy and sale of material to and from related party is in best interest of company and its shareholders. we received better quality and comparable price from related party</p> | <p>No, There is no additional cost/ potential loss to the listed entity in transacting with the related party.</p> <p>To buy and sale of material to and from related party is in best interest of company and its shareholders. we received better quality and comparable price from related party</p> |
| 16. | Where bids were not invited, the fact shall be disclosed along with the justification for the same. | NA | NA |
| 17. | Wherever comparable bids are not available, state what is basis to recommend to the Audit Committee that the terms of proposed RPT are beneficial to the shareholders. | NA | NA |
| Where the transaction relates to any loans, inter -corporate deposits, advances or investments made or given by the listed entity or its subsidiary: | | | |
| | (i) Details of the source of funds in connection with the proposed transaction | Not Applicable | Not Applicable |
| | (ii) where any financial indebtedness is | Not Applicable | Not Applicable |

| | | | |
|--|---|----------------|----------------|
| | <p>incurred to make or give loans, inter-corporate deposits, advances or investments</p> <ul style="list-style-type: none"> • nature of indebtedness; • cost of funds; and • tenure | | |
| | <p>applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and</p> | Not Applicable | Not Applicable |
| | <p>The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT</p> | Not Applicable | Not Applicable |
| | <p>A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders.</p> | Not Applicable | Not Applicable |

Annexure-I

Information Pursuant to Regulation 36 (3) of the Listing regulations and Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI), regarding the Directors seeking appointment/re-appointment in the Annual General Meeting.

As required under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be appointed/ re-appointed are given below:

| | |
|---|---|
| Name of the Director | Mr. Akhilesh Kumar Tiwari |
| DIN | 11086015 |
| Designation | Executive Director cum CEO |
| Date of Birth | 06.10.1980 |
| Age | 45 years |
| Date of Appointment | 09.05.2025 |
| Brief Resume & Expertise in specific functional area | <p>Mr. Akhilesh Kumar Tiwari – Executive Director and Chief Executive Officer, Rudra Ecovation Ltd.</p> <p>Mr. Akhilesh Kumar Tiwari holds a Master’s degree in Chemistry and has undergone industrial training at IIT Kanpur. He is an innovative marketer and accomplished business leader, renowned for his strengths in talent development, crisis management, operational excellence, and financial acumen. His strategic vision, sound decision-making, and ability to foster strong client relationships are key strengths he brings to Rudra.</p> <p>With over 20 years of industry experience, Mr. Akhilesh Kumar Tiwari’s professional journey reflects a consistent track record of leadership and results. He began his career with Ganesha Polytex Limited (Now Ganesha Ecosphere Limited), Kanpur, in 2005 and worked there for approximately three years. He then moved on to Divine Polymer in Kachchh Gujarat. Then he joined K.K. Fibres Limited, where he served for more than three years. Subsequently, he joined Shiva Texfabs Limited, where he worked from May 2013 to September 2021.</p> <p>Afterward, Mr. Tiwari took on the role of senior leadership at Kashi Vishwanath Textiles Private Limited, serving until February 15, 2025.</p> <p>In his current role as CEO of Rudra Ecovation Ltd., Mr. Akhilesh Kumar Tiwari will oversee complete production operations, drive business strategy and planning, implement performance and productivity enhancements, and lead initiatives in brand building. His leadership is expected to play a pivotal role in propelling the company towards sustained growth,</p> |

| | |
|--|--|
| | success, and innovation. |
| Board meetings held & attended during FY 2024-25 | N.A. |
| No. of Shares in the company | Nil |
| Qualification | Master degree in Chemistry and Industrial Training at IIT Kanpur. |
| Directorships of other Listed Companies | Nil |
| Chairmanship / Membership of Committees of other Listed Companies | Nil |
| Relationship with other Directors | Not related to any director |
| Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person | He is appointed as an Executive Director cum CEO for a period of 5 years from May 09, 2025 to May 08, 2030 and Liable to retire by rotation. |

By order of the Board
For Rudra Ecovation Limited
(Formerly Known as Himachal Fibres Limited)
Sd/-
Gian Chand Thakur
Whole Time Director
DIN: 07006447

Place: Ludhiana
Date: 29th May, 2025
Registered Office: 43-44, Industrial Area, Barotiwala-174103(Himachal Pradesh)
Corporate Office: 4th Floor, Wood Stock Tower, B-35/958, Adarsh Nagar,
Ferozepur Road, Opposite Waves Mall, Ludhiana, Punjab-141012
CIN: L17119HP1980PLC031020/ L43292HP1980PLC031020
Website: www.rudraecovation.com
Email: hfl.corporate@gmail.com