

ADOR MULTIPRODUCTS LIMITED CIN: L85110MH1948PLC310253

Registered Office: Ador House, 5th Floor, 6 K DubashMarg, Fort, Mumbai, Maharashtra – 400001,India **Telephone:**022-66239300

Website: www.adormultiproducts.com; Email:cs.adormultiproducts@gmail.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 9/2023 dated 25th September, 2023 and lattest one being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and all other applicable provisions of the Act, law, rules, circulars, notifications and regulations issued there under[including any statutory modification(s) or amendment(s) or reenactment(s) thereof, for the time being in force], there solution(s) set out below are proposed to be passed by the Members of Ador Multi Products Limited ("the Company") by way of Postal Ballot, only by way of remote e-voting ("e-voting") process.

SPECIALBUSINESS:

Item No. 1:

Appointment of Mr. Sandeep Ahuja as a Director and as an Independent Director

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), the Companies (Appointment and Qualifications of Directors) Rules, 2014 ('Rules') and Regulation 17(1C) 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 thereof for the time being in force, Mr. Sandeep Ahuja (DIN:

00043118) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 20th March, 2025 in terms of Section 161 of the Act and Article 116 of the Articles of Association of the Company and who is eligible for appointment as a Director, be and is hereby appointed as Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act, if any, read with Regulation 25 (2A) of the Listing Regulations, including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of Mr. Sandeep Ahuja, as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, for a period of Five consecutive years with effect from 20th March, 2025 to 19th March, 2030, be and is hereby approved."

Place: Mumbai

Date: 16.05.2025

By Order of the Board of Directors For Ador Multiproduct Limited

Sd/Pinki Sharma
Company Secretary & Compliance Officer
ACS: 45279

NOTES:

- A. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "COVID-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September19, 2024 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM/EGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the EGM of the Company is being held through VC /OAVM.
- B. The Explanatory Statement pursuant to Section 102 of the Act stating all material facts and the reason for the proposal is annexed herewith.
- C. Postal Ballot Notice is being electronically sent to all the Members of the company, whose name appear on the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) as on cut-off date i.e., 16th May, 2025 and who have registered their email addresses with the company and / or with the depositories. It is however clarified that all the persons who are members of the company as on the cut-off date (including those members who may not have received this Notice due to non-registration of their e-mail IDs with the company or the Depositories) shall be entitled to vote in relation to the resolutions specified in this Notice.
- D. Members who have not registered their e-mail addresses with either the company or the Depositories are requested to register the same with the company or the depositories in the following manner:
 - a. Pursuant to the General Circular No. 17/2020, for remote e-voting for this postal ballot, shareholders who have not registered their email address and in consequence the e-voting notice could not be serviced may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, BgSE Financials Limited, by sending them mail on cs rta@bfsl.co.in. Shareholders may also visit the website of the company at www.adormultiproducts.com and click on "Postal Ballot e-mail registration" and follow the registration process as guided thereafter. Post successful registration of the email, the shareholder will get soft copy of the Notice and the procedure for e-voting along with the User Id and password to enable e-voting for this Postal Ballot. In case of any queries shareholders may write to cs.adormultiproducts@gmail.com.
 - b. It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with the concerned Depository Participants and in respect of Physical Holdings, with the company's Registrar and Share Transfer Agents i.e. BgSE Financials Limited by following the due procedure
- E. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on Cut-off date i.e.,16th May, 2025. A person who is not a Member as on the relevant that should treat this notice for information purpose only.

- F. In light of the COVID-19 crisis and in accordance with Section 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rues, 2014 read with the MCA Circulars, physical copies of the Notice will not be circulated.
- G. Dispatch of the Notices shall be deemed to be completed on 20 May 2025, i.e., the day on which NSDL send out the communication for the Postal Ballot process by e-mail to the members of the company.
- H. Resolution passed by Members with requisite majority, through postal ballot shall have been passed at the General Meeting of Members convened on that behalf.
- I. The voting period commences on Wednesday, 21st May 2025 at 9.00 A.M. (IST) and ends on Thursday, 19th June 2025 at 5.00 P.M. (IST)
- J. In compliance with Section 108 and 110 of the Companies Act, 2013 and the Rules made there under, the Company has provided the facility to Members to exercise their votes electronically and to vote on all resolutions through the e-voting service facility by NSDL. The instructions for electronic voting are annexed to this notice.
- K. The scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny and the result of the voting by postal ballot will be announced by the Chairman or any Director of the Company duly authorized, on or before Saturday, 21st June 2025 at 5.00 P.M. at the registered office at Ador House, 5th Floor, 6 K Dubash Marg, Fort, Mumbai 400 001 and will also be displayed on the Company's website www.adormultiproducts.com and communicated to the stock exchange, depository, registrar and share transfer agent on the said date.
- L. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Thursday, 19th June 2025.

The instructions and other information relating to e-voting are as under:

Voting through Electronic Means:

1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to its members, to exercise their right to vote electronically (on resolution proposed to be passed by Postal Ballot) and the business may be transacted through e-voting services. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting The Notice is displayed on the website of the Company facility. viz., http://www.adormultiproducts.com/ and on the website of NSDL viz., www.nsdl.co.in

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

<u>Login method for Individual shareholders holding securities in demat mode is given below:</u>

Type of shareholders	Login Method
Type of shareholders Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeASuser can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/ . 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 NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	and you will be redirected to e-Voting website of NSDL for

NSDL Mobile App is available on Google Play App Store **Individual Shareholders** Users who have opted for CDSL Easi / Easiest facility, can holding securities in demat login through their existing user id and password. mode with CDSL Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / requested to visit CDSL website Easiest are www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. 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** You can also login using the login credentials of your demat (holding securities in demat account through your Depository Participant registered mode) login through their with NSDL/CDSL for e-Voting facility. upon logging in, depository participants you will be able to see e-Voting option. Click on e-Voting

option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-

Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-
Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at
	helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 1. 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.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

 Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2
- i.e. Cast your vote electronically.4. Your User ID details are given below :

Manner of holding shares i.e. Demat	Your User ID is:
(NSDL or CDSL) or Physical	
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12*********** then your user ID is 12************************************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company
	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "<u>Forgot User Details/Password?</u>"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) <u>Physical User Reset Password?</u>" (If you are holding shares in physical mode) option available on <u>www.evoting.nsdl.com</u>.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csdineshbirla@gmail.comwith a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of

<u>www.evoting.nsdl.com</u> or call on:022 - 4886 7000 or send a request to Mr. Rahul Rajbhar at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- 1. In case shares are held in physical mode please provide 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 cs.adormultiproducts@gmail.com.
- 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs.adormultiproducts@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
- 3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- 4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT

[PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013 READ WITH THE RELEVANT RULES]

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

Item No. 1

Place: Mumbai

Date: 16.05.2025

Mr. Sandeep Ahuja (DIN: 00043118) was appointed as Additional Independent Director with effect from 20th March, 2025 subject to approval of the shareholders through a Special Resolution.

The Company has received intimation in Form DIR-8 from Mr. Sandeep Ahuja that, he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149(6) of the Act & Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and his consent to be appointed as an Independent Director of the Company.

The resolution seeks the approval of members for the appointment of Mr. Sandeep Ahuja as an Independent Director of the Company to hold office for a consecutive term of 5 (five) years commencing from 20th March, 2025 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He will not be liable to retire by rotation.

Mr. Sandeep Ahujais a B.A.(Hons.) Economics from Delhi University. He has also completed his Post Graduate Diplomate in Advertising & Marketing by qualification from Rajendra Prasad Institute of Communication & Management, Mumbai. Prior to joining Ador Multi Products Limited, Mr. Sandeep Ahuja has been handling top management positions with over 37+ years of experience. He has worked with some of the leading companies like VLCC Personal Care Limited, VLCC Health Care Limited, Montari Industries Limited, Escorts Limited, Interads Advertising Private Limited and Lexicon Public Relations & Corporate Consultants Limited.

The Board recommends the resolutions as set out in the notice at Item No. 1 for approval of the members as Special Resolution.

Except Mr. Sandeep Ahuja and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the Directors/ Key Managerial Personnel and their relatives are in any way, interested or concerned, financially or otherwise in the Resolution set out at Item No.1.

By Order of the Board of Directors For AdorMultiproductsLimited

Sd/-

Pinki Sharma

Company Secretary & Compliance Officer

Membership No. ACS: 45279

Additional information on Directors recommended for appointment / re-appointment as required pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard 2 issued by Institute of Company Secretaries of India.

Name of the Director	Mr. Sandeep Ahuja
Father's Name	Late Mr. Ramesh Chandra Ahuja
Date of Birth	30 th October, 1961
Date of Appointment	20 th March, 2025
Brief Resume of the Directors including	Post Graduate Diploma in Advertising & Marketing
qualification	
Directorships held in other public Companies	Nil
Membership and Chairmanship of committees	Nil
of other public companies. (Committee	
includes: Audit Committee, CSR	
Committee,Stakeholder Relationship	
Committee And Nomination and	
Remuneration Committee)	
Specific Functional Area	He has worked with some of the leading companies like
	VLCC Personal Care Limited, VLCC Health Care
	Limited, Montari Industries Limited, Escorts Limited,
	Interads Advertising Private Limited and Lexicon Public
	Relations & Corporate Consultants Limited.
Experience	37+ years of experience of leadership across reputed
	National and International companies.
Number of meeting of Board of director	Two
attended during the year	
Nature of Relationship interse	He is not related to any of the other directors
Shareholding as on 16.05.2025	45000 Equity Shares
