

## NOTICE

Notice is hereby given that the 29<sup>th</sup> Annual General Meeting of the Members of Crystal Crop Protection Limited will be held on Monday, July 29, 2024, at 2:00 PM at B-95, Wazirpur Industrial Area, Delhi-110052 at a shorter notice, to transact the following business:

### I. ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024

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

“RESOLVED THAT the audited standalone and consolidated financial statements of the Company, comprising of balance sheet, statement of profit & loss account along with schedules, notes to accounts, cash flow statements, explanatory notes annexed to, or forming part of any document referred above for the year ended March 31, 2024, along with the Board’s Report and Auditors’ Report thereon, be and are hereby considered and adopted.”

2. To appoint Mr. Anil Jain [DIN: 02649494], who retires by rotation as a Director and being eligible, seeks reappointment

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

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, read with relevant rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Anil Jain [DIN: 02649494], who retires by rotation at this meeting, and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. To appoint Mr. Mohit Kumar Goel [DIN: 03098959], who retires by rotation as a Director and being eligible, seeks reappointment

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

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, read with

### **Crystal Crop Protection Limited**

(Formerly known as Crystal Crop Protection Pvt Ltd)

**Corporate Address:** B-95, Wazirpur Industrial Area, Wazirpur, Delhi - 110052, India • Tel:+91-11-49007100, Fax: +91-11-49007200  
**Registered Address:** 206, Second Floor, Span Trade Centre, Opp. Kochrab Gandhi Ashram, Near Paldi Char Paddani, Gandhinagar Road, Ellisbridge, Ahmedabad - 380006, Gujarat • Tel & Fax: +91-79-26578923  
CIN : U72100GJ1994PLC097033 • info@crystalcrop.com • www.crystalcropprotection.com



relevant rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Mohit Kumar Goel [DIN: 03098959], who retires by rotation at this meeting, and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

**II. SPECIAL BUSINESS:**

**4. To ratify the remuneration payable to M/s S. Chander & Associates, Cost Auditors of the Company for the financial year 2024-25**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 of Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, and all other applicable provisions, if any, of the Companies Act, 2013, and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs. 3,00,000/- (Rupees Three Lakh only) per annum, in addition to the applicable taxes and out-of-pocket expenses, as approved by the Board of Directors of the Company (herein referred to as “Board” which term shall be deemed to include Audit Committee), to be paid to M/s S. Chander & Associates (Firm’s Registration No. 100105), Cost Auditors of the Company, to conduct the audit of the cost accounts of the Company for the financial year 2024-25, be and is hereby ratified and approved.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**5. Payment of Commission payable to Independent Directors of the Company for a period of five years commencing from 1<sup>st</sup> April 2024**

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

“**RESOLVED THAT** pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, and Rules made thereunder and the Articles of Association, the consent of the members be and is hereby accorded to the Company for payment and distribution of such sum by way of commission to its Independent Directors, not exceeding 1% (one percent) of the Net Profits of the Company, from the financial year 2024-25 to 2028-29, and computed in the manner provided under Section 198 of the Companies Act, 2013 and the quantum, proportion and manner of such payment shall be decided by the Board from time to time.



RESOLVED FURTHER THAT in the event of no profits or inadequate profits, the Board may decide the commission to be paid in accordance with the limits specified in Schedule V of the Companies Act, 2013, and rules made thereunder.”

By Order of the Board of Directors  
For Crystal Crop Protection Limited



Vikram Singh  
Company Secretary  
(ICSI Membership No.: F11620)  
Add.: B-95, Wazirpur Industrial  
Area, Delhi- 110052

Date: July 22, 2024  
Place: Delhi

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY/PROXIES, IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED WITH THIS NOTICE.
2. Proxies submitted on behalf of the Company must be supported by an appropriate resolution/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Provided a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Members / Proxies / Authorized representatives are requested to bring duly filled attendance slips enclosed herewith, to attend the meeting.
4. The notice of AGM is being sent to those members/beneficial owners whose names will appear in the register of members/list of beneficiaries received from the depositories as on the date of sending the notice.
5. The explanatory statement pursuant to sub-section (2) of Section 102 of the Companies Act, 2013 in respect of item no. 4 and item no. 5 is annexed to this notice. A brief profile of the Directors proposed to be re-appointment is also annexed to this Notice as required under the Secretarial Standard-2 as Annexure A.
6. The documents, if any, referred to in the accompanied Notice and Explanatory Statement, the Register of Directors and their shareholding, Register of Contracts or Arrangements in which Directors are interested and documents referred to in the notice are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 11:00 AM and 01:00 PM up to the date of Annual General Meeting and will also be available for inspection at the meeting.
7. In case of Corporate Members proposing to participate at the Annual General Meeting through their representatives, a duly certified copy of the board of directors/ governing bodies resolution/ Power of attorney authorizing their representatives to attend and vote at the Meeting, may please be forwarded to the Company.



8. The letter seeking approval of Shareholders to convene this meeting at a shorter notice and at a place other than the registered office on Monday, July 29, 2024, at corporate office of the Company situated at B-95, Wazirpur Industrial Area, Delhi - 110052, at 2:00 PM is attached herewith and the Members are requested to duly sign and provide the same prior to the time fixed for the meeting.
9. The route map giving directions to the venue of the Annual General Meeting is annexed to the Notice.

**By Order of the Board of Directors  
For Crystal Crop Protection Limited**



**Vikram Singh**  
**Company Secretary**  
**(ICSI Membership No.: F11620)**  
**Add.: B-95, Wazirpur Industrial**  
**Area, Delhi- 110052**

Date: July 22, 2024  
Place: Delhi

## EXPLANATORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXURE TO AND FORMING PART OF THE NOTICE DATED JULY 22, 2024

### Item No. 4

Pursuant to Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the Company. The Board of Directors, on the recommendation of the Audit Committee at its meeting held on May 30, 2024, approved the appointment of M/s S. Chander & Associates, as the cost auditor for the financial year ending 2024-25, at a remuneration of Rs. 3,00,000/- (Rupees Three Lakh only) per annum exclusive of applicable taxes and reimbursement of out-of-pocket expenses.

Accordingly, members are requested to ratify the remuneration payable to the cost auditor for the FY 2024-25.

None of the Director of the Company and their relatives are not concerned or interested, financially or otherwise, in this resolution.

The Board recommends the passing of the resolution as set out under Item No. 4 for approval of the members as Ordinary Resolution.

### Item No. 5

At the Annual General Meeting of the Company, held on December 30, 2020, the Members of the Company approved the payment of remuneration by way of commission to the Non-Executive Directors of the Company, of a sum not exceeding one percent per annum of the net profits of the Company, calculated in accordance with the provisions of the Companies Act, 2013, for a period of five years commencing from financial year 2019-20 to 2023-24.

In accordance with Section 197 and 198, and other relevant provisions of the Companies Act, 2013, and taking into account the roles and responsibilities of the directors, it is proposed extend the aforesaid proposal for next 5 years i.e., from financial year April 1, 2024 up to March 31, 2029, subject to the approval of shareholders.

The aforesaid proposal, if passed shall be in line with the appointment and remuneration policy of the Company.

None of the Directors of the Company and their relatives (except Independent Directors to the extent of the commission that may be received by them) are concerned or interested, financially or otherwise, in this resolution.



The Board recommends the passing of the resolution as set out under Item No. 5 for approval of the members as Special Resolution.

**By Order of the Board of Directors  
For Crystal Crop Protection Limited**

Date: July 22, 2024  
Place: Delhi

  
**Vikram Singh  
Company Secretary  
(ICSI Membership No.: F11620)  
Add.: B-95, Wazirpur Industrial  
Area, Delhi- 110052**



Annexure- A

Details of the Director seeking appointment/re-appointment at Annual General Meeting to be held on July 29, 2024, pursuant to the provisions of Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

**A. Mr. Anil Jain**

Name of Director	Mr. Anil Jain (DIN: 02649494)
Age (years)	69 Years
Relationship with other Directors inter-se and Key Managerial Personnel	N/A
Date of Appointment on Board	February 16, 2018
Expertise in specific functional areas	He has over 4 decades of experience in Crop Protection Industry
Qualifications	He holds a Bachelor's degree of Science in agriculture from the Haryana Agricultural University and a Post graduate Diploma in management (Agriculture) from IIM Ahmedabad.
Terms and conditions of appointment	As approved by the members of the Company
No. of Equity Shares of Rs. 10 each held in the Company	NIL
Remuneration last drawn (including sitting fees, if any)	Rs. 14,446,944
List of other companies in which Directorships are held	NIL
List of the Committees of Board of Directors (across all Indian companies) in which Chairmanship/ Membership is held*	NIL
No. of Board Meetings attended during FY 2023-24	5 out of 5 meetings

**B. Mr. Mohit Kumar Goel**

Name of Director	Mr. Mohit Kumar Goel (DIN: 03098959)
Age (years)	46
Relationship with other Directors inter-se and Key Managerial Personnel	N/A
Date of Appointment	February 16, 2018





Expertise in specific functional areas	He has functional expertise in operational management
Qualifications	He has completed his Bachelors' in Commerce from M.J.P. Rohilkhand University, Bareilly in 1997 and Masters in Commerce from M.J.P. Rohilkhand University, Bareilly in 1999
Terms and conditions of appointment	As approved by members of the Company
No. of Equity Shares of Rs. 10 each held in the Company	NIL
Remuneration last drawn (including sitting fees, if any)	Rs. 4,286,614
List of other companies in which Directorships are held	N/A
List of the Committees of Board of Directors (across all Indian companies) in which Chairmanship/ Membership is held*	NIL
No. of Board Meetings attended during FY 2023-24	3 out of 5 meetings

By Order of the Board of Directors  
For Crystal Crop Protection Limited



Vikram Singh  
Company Secretary  
(ICSI Membership No.: F11620)  
Add.: B-95, Wazirpur Industrial  
Area, Delhi- 110052

Date: July 23, 2024  
Place: Delhi

**ATTENDANCE SLIP**

**Name of the Company: Crystal Crop Protection Limited**

**Registered Office: 206, 2<sup>nd</sup> Floor, Span Trade Centre, Opp. Kochrab Gandhi Ashram, Near Paldi Char Rasta Ashram Road, Ellisbridge Ahmedabad Gujarat 380006**

**CIN: U72100GJ1994PLC097033; Email Id: [investor@crystalcrop.com](mailto:investor@crystalcrop.com); Telephone: 011-4900 7100; Website: [www.crystalcropprotection.com](http://www.crystalcropprotection.com)**

**29<sup>th</sup> Annual General Meeting of Members of Crystal Crop Protection Limited dated July 29, 2024.**

---

**\*DP ID Client ID No. /Folio No:**

**No of Share(s) held.**

**Name of the Member/Proxy:**

**Address of the Member/Proxy:**

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the 29<sup>th</sup> Annual General Meeting of the Company being held on Monday, July 29, 2024, at 2:00 PM at B-95, Wazirpur Industrial Area, Delhi-110052.

\_\_\_\_\_  
Signature of First holder/Proxy/Authorised Representative

Signature of 1<sup>st</sup> Joint holder

Signature of 2<sup>nd</sup> Joint holder

**Note(s):**

- 1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.**
- 2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.**



Form No. - MGT-11

**PROXY FORM**

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

**CRYSTAL CROP PROTECTION LIMITED**  
(CIN U72100GJ1994PLC097033)

**Email:** [investor@crystalcrop.com](mailto:investor@crystalcrop.com); **Telephone:** 011-4900 7100;  
**Website:** [www.crystalcropprotection.com](http://www.crystalcropprotection.com)

29<sup>th</sup> Annual General Meeting- July 29, 2024

Name of the member(s):	
Registered Address:	
Email Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member(s) of \_\_\_\_\_ shares of Crystal Crop Protection Limited, hereby appoint:

- 1) Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him/her;
- 2) Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him/her;

As my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company, to be held on Monday, July 29, 2024, at 2:00 PM at B-95, Wazirpur Industrial Area, New Delhi- 110052, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional*	
		For	Against
Ordinary Businesses			
1.	To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024		
2.	To appoint Mr. Anil Jain [DIN: 02649494], who retires by rotation as a Director and being eligible, seeks reappointment		

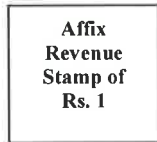


3.	To appoint Mr. Mohit Kumar Goel [DIN: 03098959], who retires by rotation as a Director and being eligible, seeks reappointment		
Special Business			
4.	To ratify the remuneration payable to M/s S. Chander & Associates, Cost Auditors of the Company for the financial year 2024-25		
5.	Payment of Commission payable to Independent Directors of the Company for a period of five years commencing from 1st April 2024		

Signed this .....day .....2024

Signature of Shareholder(s) \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_



**Notes:**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) \*It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box, if you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (3) Please complete all details including details of member(s) in above box before submission.
- (4) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 29<sup>th</sup> Annual General Meeting.



**THE COMPANIES ACT, 2013  
CONSENT BY SHAREHOLDER  
[Pursuant to provisions of Section 96 and Section 101(1)]**

To  
**The Board of Directors  
Crystal Crop Protection Limited  
206, 2<sup>nd</sup> Floor, Span Trade Centre,  
Opp. Kochrab Gandhi Ashram,  
Near Paldi Char Rasta Ashram Road,  
Ellisbridge, Ahmedabad,  
Gujarat - 380006**

**Sub: Consent to conduct Annual General Meeting (“AGM”) of the Company at  
shorter notice and at a place other than its registered office**

Dear Sirs,

I/We \_\_\_\_\_, son/daughter/wife of \_\_\_\_\_, r/o  
\_\_\_\_\_, holding \_\_\_\_\_ equity shares of Rs. 10 each in  
the Company, hereby give consent, pursuant to the provisions of Section 96 and  
Section 101(1) of the Companies Act, 2013, to hold the Annual General Meeting of  
the Company at place other than Registered Office on Monday, July 29, 2024, at 2:00  
PM or any adjournment thereof, at a shorter notice at its Corporate Office situated  
at B- 95, Wazirpur Industrial Area, Delhi - 110052.

Kindly take the same on record.

**Date:**  
**Place:**

**DP ID:**  
**Client ID:**



**ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING**

**Venue of AGM: B-95, Wazirpur Industrial Area, Delhi-110052**

**Landmark: Near Royal Paper Banquet**

