

Notice of the Annual General Meeting

Notice is hereby given that the 13th Annual General Meeting (Meeting No. AGM-2025/26) of the Aether Industries Limited will be held on Friday, September 12, 2025, through Video Conference / Other Audio-Video Means at 16:00 Hrs. (IST) to transact the following businesses:

Ordinary Businesses

Following Business transactions be considered as ‘Ordinary Business’

- (a) To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, and the Report of the Board and the Auditors thereon.
- (b) To appoint a Director in place of Ms. Purnima Ashwin Desai (DIN: 00038399), who retires by rotation and being eligible, offers himself for re-appointment as Whole-time Director.
- (c) To appoint a Director in place of Mr. Kamalvijay Ramchandra Tulsian (DIN: 00190840), who retires by rotation and being eligible, offers herself for re-appointment as Non-Executive Non-Independent Director.
- (d) To appoint M/s. Suresh I. Surana & Associates (Firm Reg. No.: 121749W) as Statutory Auditor of the Company.
To consider and, if thought fit, to pass the following Resolution as an ‘Ordinary Resolution’

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-

enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. Suresh I. Surana & Associates, Chartered Accountants (Firm Registration No. 121749W) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting, from FY 2025-26 till FY 2029-30, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.”

“RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing Resolution.”

Special Businesses

Following Business transactions be considered as ‘Special Business’

- (e) To ratify the remuneration payable to the Cost Auditor for the FY 2025-26
To consider and, if thought fit, to pass the following Resolution as an ‘Ordinary Resolution’

“RESOLVED THAT pursuant to the Section 148(3) of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the annual remuneration of ₹ 1,10,000 (Rupees One Lakh Ten Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses for the Financial Year 2025-26, as recommended by the Audit Committee and approved by the Board of Directors of the Company in their Meeting held on July 24, 2025, to be paid to M/s. PAAA & Associates,

Cost and Accountants, (Firm Registration No.: 006283) for conducting cost audit of the applicable products be and is hereby ratified and confirmed.”

- (f) To appoint M/s. Dhirren R. Dave & Company, Company Secretaries, as Secretarial Auditors
To consider and, if thought fit, to pass the following Resolution as an ‘Ordinary Resolution’

“RESOLVED THAT pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued by Securities and Exchange Board of India from time to time (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and recommendation of the Board of Directors, M/s. Dhirren R. Dave & Company, Company Secretaries (Firm Registration no. P1996GJ002900), having confirmed their eligibility for appointment as the Secretarial Auditors of the Company, be and are hereby appointed as Secretarial Auditors of the Company to hold office for a term of 5 (five) consecutive financial years with effect from FY 2026 to FY 2030, at such remuneration as may be determined by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee of the Board be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be required to give effect to the aforesaid Resolution.”

- (g) To approve the continuous appointment of Mr. Kamalvijay Ramchandra Tulsian, Chairman Non-Executive Director, upon attaining the age of 75 years
To consider and, if thought fit, to pass the following

Resolution as a ‘Special Resolution’

“RESOLVED THAT pursuant to the Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the members of the Company be and is hereby accorded to the continue the tenure of Mr. Kamalvijay Ramchandra Tulsian (DIN: 00190840) as the Chairman Non-Executive Director of the Company upon attaining the age of 75 (seventy five) years in the upcoming calendar year.”

“RESOLVED FURTHER THAT the said consent shall not have any impact on the prevailing terms of his appointment for the remaining tenure.”

- (h) To increase the borrowing limits of the Company
To consider and, if thought fit, to pass the following Resolution as a ‘Special Resolution’

“RESOLVED THAT in supersession of the Special Resolution passed by the members of the Company in the Annual General Meeting of the Company held on September 18, 2021 and pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013(including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other enabling provisions if any, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors (“the Board”) to borrow any sum(s) of money, from time to time, including by way of issuance of debentures/bonds (including FCCBs), at their discretion from bank(s), financial institution(s), any other lending institution(s) or any other person(s) on such security and on such terms and conditions as may be considered



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suitable by the Board of Directors up to a limit not exceeding an aggregate of Rs. 1,000 Crore (Rupees One Thousand Crore Only), notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business), may exceed, at any time, the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.”

“RESOLVED FURTHER THAT the Executive Directors of the Company, the Chief Financial Officer and the Company Secretary of the Company be and are hereby solemnly or jointly, as and when required, authorised to do all such acts, deeds and things and take all such steps as may be required to give effect to the aforesaid Resolution.”

For Aether Industries Limited
CS Chitrarth Parghi
Company Secretary

August 21, 2025

Registered Office:
Aether Industries Limited
CIN: L24100GJ2013PLC073434

Plot No. 8203, GIDC Sachin,
Surat-394230, G.J.

Surat | August 21 2025

Notes

1. In view of the continuing CoVID-19 pandemic, the Ministry of Corporate Affairs, vide its General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022, September 25, 2023 and September 19, 2024 respectively and Securities and Exchange Board of India, vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, read with Circular number SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, along with SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, allowed the Companies to conduct the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) whose AGMs are due in year 2025. The procedure for participating in the meeting through VC/OAVM is explained in the notes below and is also available on the website of the Company at www.aether.co.in and at the website of Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com. For the purpose of proceedings, the AGM will be deemed to be convened at Registered Office of the Company at Plot No. 8203, GIDC Sachin, Surat-394230, G.J. and Members are requested to join the Meeting through their places through VC mode.
2. Since the Annual General Meeting (AGM) is being held through Video Conferencing (VC) / Other Audio Visual Means (OAVM), physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and route map of the AGM venue are not annexed to this Notice. However, a member may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and / or vote.
3. The Financial Statements (including the Report of Board of Directors, Auditor’s Report or other documents required to be attached herewith), including the Notice of the Annual General Meeting are being sent only in electronic mode to Members whose e-mail address is registered with the Company / Registrar & Share Transfer Agent or Depository Participants (DP). Printed copies of the Annual Report (including the Notice) are not being sent to members in view of the circular.
4. Members may note that the Notice of the Annual General Meeting and the Annual Report for the Fiscal Year 2024-25 will also be available on the website of the Company at www.aether.co.in, which can be downloaded.
5. The electronic copies of the documents that are referred to this Notice but not attached to it will be made available for inspection. For inspection, members can send an e-mail on compliance@aether.co.in with their Depository Participant and Client ID or Folio number. Electronic copies of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Companies Act, 2013 will be available for inspection by sending a request on the above given e-mail.
6. The voting rights of the Equity Shareholders shall be



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- in the same proportion to the paid-up share capital of the Company.
7. The members desiring any information relating to the accounts or having any questions are requested to write to the Company on compliance@aether.co.in at least seven days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the responses ready and expeditiously provide them at the AGM, as required.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
9. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to at-least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial

- Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
10. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 and the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC / OAVM and cast their votes through e-voting.

E-voting instructions for Shareholders
The voting period begins on September 9, 2025 from 09:00 Hrs. and ends on September 11, 2025 at 17:00 Hrs. During this period Shareholders of the Company, holding shares as on the cut-off date of September 5, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

Type of Shareholder	Log-in method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>(a) Users who have opted for CDSL Myeasi 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 URL for users to login to the e-voting are https://web.cdslindia.com/myeasinew/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>(b) After successful login, the Myeasi user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e Voting 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 i.e. CDSL, so that the user can visit the e-Voting service providers’ website directly.</p> <p>(c) If the user is not registered for Myeasi, option to register is</p>

Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>(d) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page.</p> <p>(e) 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 eVoting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in Demat mode with NSDL Depository	<p>(a) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing 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</p>



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Type of Shareholder	Log-in method	Type of Shareholder	Log-in method	Login type	Help Desk details	
Individual Shareholders holding securities in Demat mode with NSDL Depository	<p>(a) 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> <p>(b) If the user is not registered for IDeAS e Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>(c) 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 16 (sixteen) digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the</p>	Individual Shareholders holding securities in Demat mode with NSDL Depository	<p>remote e-Voting period or joining virtual Meeting & voting during the Meeting of all e-Voting Service Providers.</p> <p>(a) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility.</p> <p>(b) 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 or joining virtual Meeting & voting during the Meeting.</p>	Individual Shareholders holding securities in Demat mode with CDSL	<p>CDSL Helpdesk: E-mail: helpdesk.evoting@cdslindia.com Toll-free No.: 1800 22 55 33</p> <p>NSDL Helpdesk: E-mail: evoting@nsdl.co.in Toll-free No.: 1800 1020 990 and 1800 22 44 30</p>	<p>6. If you are a first-time user follow the steps given below:</p> <hr/> <p>For Physical shareholders and other than individual shareholders holding shares in Demat</p> <p>PAN Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>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.</p>
				<p>Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode</p> <p>Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.</p> <ol style="list-style-type: none">1. The shareholders should log on to the e-voting website https://web.cdslindia.com/myeasinew/home/login.2. Click on “Shareholders” module.3. Now enter your User ID For CDSL:<ol style="list-style-type: none">a. 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 Company4. Next enter the Image Verification as displayed and Click on Login5. 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	<p>7. After entering these details appropriately, click on “SUBMIT” tab.</p> <p>8. 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.</p> <p>9. For shareholders holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.</p>	



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- 10. Click on the EVSN for the relevant ‘Aether Industries Limited’ on which you choose to vote.
- 11. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that your assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16. 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.
- 17. Additional Facility for Non-Individual Shareholders and Custodians (For Remote Voting only):
 - a. 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.
 - b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c. 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.

- d. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- e. 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.

Instructions for Shareholders attending the AGM through VC/OAVM & e-voting during Meeting are as under

- 1. The procedure for attending Meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 2. The link for VC/OAVM to attend Meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3. Shareholders who have voted through Remote e-Voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the AGM.
- 4. Shareholders are encouraged to join the Meeting through Laptops / Tablets for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 5. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

- 6. Shareholders who would like to express their views / ask questions during the Meeting may register themselves as a speaker by sending their request in advance at least seven days prior to Meeting mentioning their name, demat account number / Folio number, Email id, Mobile number at compliance@aether.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven days prior to Meeting mentioning their Name, Demat account number / Folio number, Email id, Mobile number at compliance@aether.co.in. These queries will be replied to by the company suitably by email.
- 7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the Meeting.
- 8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC / OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-Voting during the Meeting is available only to the shareholders attending the Meeting.

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. At current instance, there is no physical shareholder.
- 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.
- 4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

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

- 5. M/s. Dhirren R. Dave & Company, Company Secretaries has been appointed as the Scrutiniser to scrutinise the remote e-voting and the voting process at the AGM in a fair and transparent manner.
- 6. The Scrutiniser will within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutiniser’s Report of the votes cast in favour or against, if any, and



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- forward it to the Chairman of the Company.
7. The results will be declared at or after the AGM. The results declared along with the Scrutiniser's Report will be placed at: <https://aether.co.in/investor-relations/>, the website of the Company and on www.evotingindia.com the website of CDSL within two days of passing of the Resolutions at the AGM and also will be communicated to the BSE Ltd. and the National Stock Exchange of India Ltd.
8. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

Additional information pursuant to the SS-2 on General Meetings and Regulation 33(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

None of the below Directors are debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other Authority.

Particulars	Ms. Purnima Ashwin Desai	Mr. Kamalvijay Ramchandra Tulsian
Age	71 Years	74 Years
Date of Birth	January 24, 1951	February 17, 1951
Date of first appointment	January 13, 2013 (Since inception)	May 21, 2018
Director Identification Number (DIN)	00038399	00190840
Qualification	Bachelor of Commerce from the University of Delhi	Diploma in Electrical Engineering and a Diploma in Mechanical Engineering, both from the Maharaja Sayajirao University of Baroda
Brief Resume and Experience	Purnima Ashwin Desai is a Promoter and Whole Time	Kamalvijay Ramchandra Tulsian is the Chairperson and

Particulars	Ms. Purnima Ashwin Desai	Mr. Kamalvijay Ramchandra Tulsian
Brief Resume and Experience	Director of our Company. With multiple decades of experience in the speciality chemical industry, she leads the overall accounting and finance operations of our Company.	Non-Executive Director of our Company. He has multiple decades of experience in the textile and chemical industry.
Experience in specific functional areas	Commercial, Financial, Management, Administration	Management, Administration
Disclosure of relationships between Directors inter-se	Spouse of Mr. Ashwin Jayantilal Desai Mother of Mr. Rohan Ashwin Desai and Dr. Aman Ashwin Desai, Whole Time Directors	Father-in-law of Mr. Rohan Ashwin Jayantilal Desai, Whole-time Director
	Mother-in-law of Ms. Ishita Surendra Manjrekar, Non-Executive Director	



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Particulars	Ms. Purnima Ashwin Desai	Mr. Kamalvijay Ramchandra Tulsian
Terms of appointment	Remains unchanged	Remains unchanged
Number of Board Meetings attended	4 out of 4 Board Meetings	3 out of 4 Board Meetings

Explanatory Statement

Explanatory Statements under Section 102 of the Companies Act, 2013 for Item No. (d) to (h) being Special Businesses to be transacted are as below:

Item No. (d)

Since the current Statutory Auditor, M/s. Birjju S. Shah & Associates, Chartered Accountants, Surat will be concluding their term post this Annual General Meeting.

The Board of Directors of the Company, in their Meeting, basis the recommendation received from the Audit Committee of the Company, in their Meeting held on July 24, 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, the appointment of M/s. Suresh I. Surana & Associates, Chartered Accountants, (Firm Registration No. 121749W), as Statutory Auditors of the Company in place of M/s. Birjju S. Shah & Associates. The proposed appointment is for a term of 5 (five) consecutive years from FY 2025-26 till FY 2029-30, from the conclusion of this Annual General Meeting on payment of such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors, from time to time.

Pursuant to Section 139 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received written consent from M/s. Suresh I. Surana & Associates and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Suresh I. Surana & Associates LLP, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution. The Board recommends the Ordinary Resolution set out at Item No. 6 for the approval of Members.

Item No. (e)

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Cost Auditor of ₹ 1,10,000 (Rupees One Lakh Ten thousand only) for the Fiscal Year 2025-26, as recommended by the Audit Committee and approved by the Board in their Meeting held on July 24, 2025, is proposed before the Members for ratification. The Auditor had certified that they are eligible for appointment as Cost Auditors in terms of Section 141 read with Section 148 of the Companies Act, 2013.

On the recommendation of the Audit Committee, the Board considered and approved the appointment of the Cost Auditors, M/s. PAAA & Associates, Cost and Management Accountants, (Firm Registration No.: 00198720), for conducting the cost audit of the applicable products at a remuneration of ₹ 1,10,000 (Rupees One Lakh Ten thousand only) plus applicable

taxes and reimbursement of out-of-pocket expenses for the Fiscal Year 2025-26.

The Board seeks ratification of the aforesaid remuneration by the Members by way of passing an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said Resolution.

Item No. (f)

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued by SEBI from time to time, the Company can appoint a Secretarial Audit firm as Secretarial Auditors for not more than two terms of five consecutive years, with the approval of the shareholders in its Annual General Meeting.

The Board of Directors in its meeting held on July 24, 2025, had recommended the appointment of M/s Dhirren R. Dave & Company Secretaries, (Firm Registration No.: P1996GJ002900) as the Secretarial Auditors of the Company (“Secretarial Auditors”), for a period of five consecutive financial years, to hold office from FY 2025-26 to FY 2029-30. The proposed remuneration for the current year is ₹ 22,500 (Rupees Twenty-two Thousand Five Hundred only) per month plus applicable taxes, out-of-pocket expenses and other incidental expenses in connection with the Secretarial Audit. M/s. Dhirren R. Dave & Co., is a firm of Practising Company Secretaries from SuratThey serve and provide consultancy for various secretarial matters, corporate governance, corporate actions, litigation, etc. since more than last two decades.

Item No. (g)

Mr. Kamalvijay Ramchandra Tulsian, Chairman Non-Executive Director of the Company, who will reach to the age of 75 (Seventy-five) years, on upcoming February 17, 2026. He is a phenomenal and dynamic personality, contributing exceptionally well to the Board and the Company at large with his distinct wisdom and thorough association and managerial skills. His knowledge and powerful administrative skills have resulted in the best benefit of the Company. His direction to the Board is also commendable.

Considering his outstanding contribution, the Board of the Company at the recommendation received from the Nomination & Remuneration Committee of the Company, propose that he continue to be on the Board of the Company.

Except the above, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Item No. (h)

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the permission of the Shareholders in General Meeting by passing a Special Resolution, borrow monies in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

The Company is actively pursuing and exploring various project development opportunities, leading to a robust project pipeline. Moreover, on-going expansions are also highly capex oriented.

In order to pursue opportunities that add value through both organic and inorganic means, it is crucial for the



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company to have access to specific funding options within a specified timeframe. This will enable the company to pursue, finance, and complete transactions in the best interest of its stakeholders. Therefore, it is essential to obtain board and shareholder approval for increasing the borrowing limits from ₹ 500 Crore to ₹ 1,000 Crore under section 180(1)(c).

It would be in the interest of the Company to enhance the borrowing limits for the Board and authorise the Board of Directors to borrow monies which may exceed at any time the aggregate of the paid-up capital of the Company and its free reserves and securities premium but that shall not to exceed ₹ 1,000 Crores (Rupees Ten Thousand Crore Only).

The borrowings of the Company are, in general, required to be secured by suitable mortgage or charge on all or any of the movable and/ or immovable properties of the Company in such form, manner and ranking as may be determined by the Board of Directors of the Company, from time to time, in consultation with the lender(s).

The Board of Directors recommends the special resolution as set out in here for approval.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution.

For Aether Industries Limited
CS Chitrarth Parghi
Company Secretary

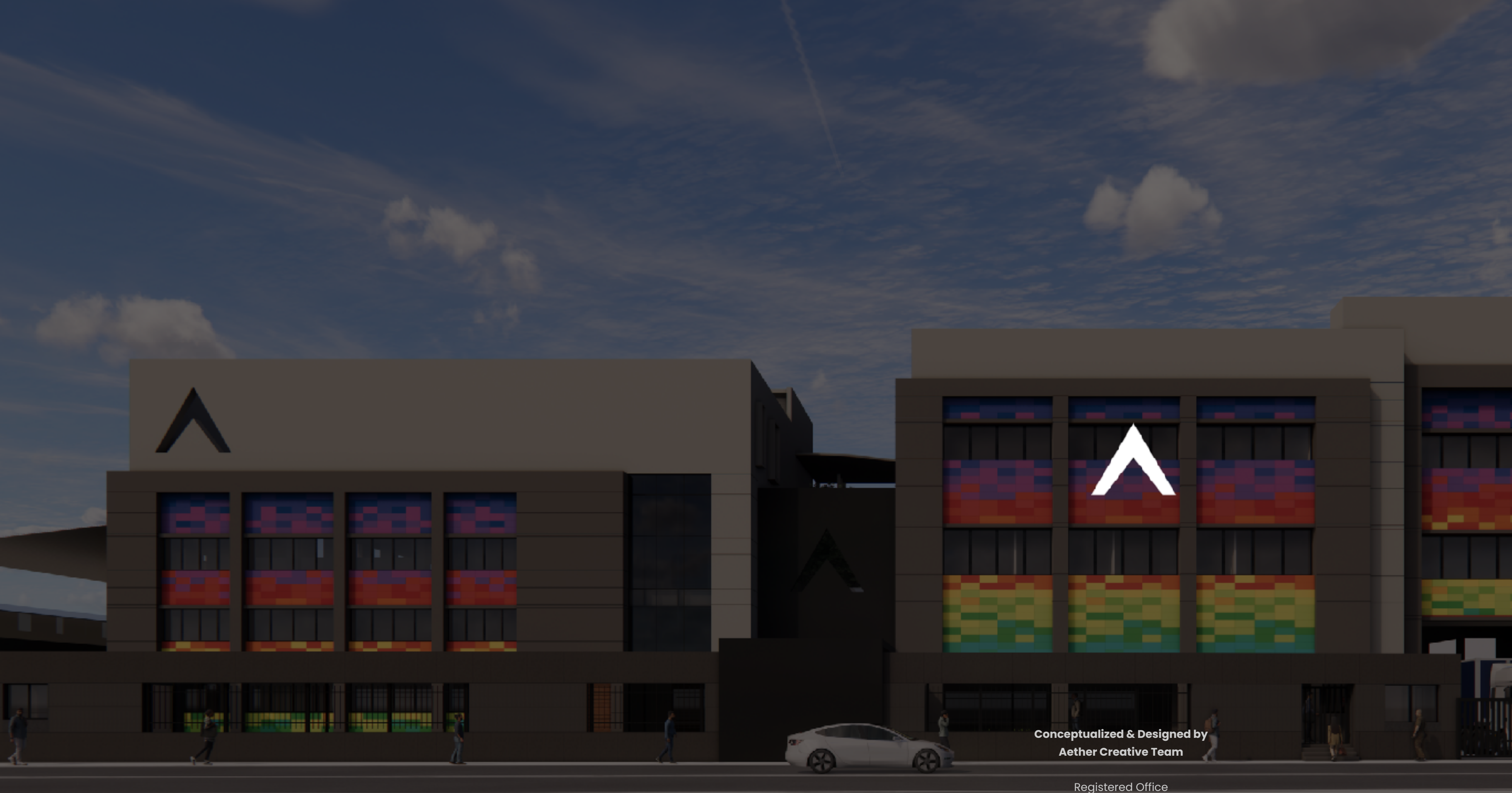
August 21, 2025

Registered Office:
Aether Industries Limited
CIN: L24100GJ2013PLC073434

Plot No. 8203, GIDC Sachin,
Surat-394230, GJ.

Surat | August 21 2025





**Conceptualized & Designed by
Aether Creative Team**

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