

Date- June 19, 2025

<b>The BSE Limited</b> 1 <sup>st</sup> Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001, Maharashtra, India <b>Security Code: 532884</b>	<b>The National Stock Exchange of India Limited</b> Exchange Plaza, 5 <sup>th</sup> Floor, C-1, Block G, Bandra-Kurla Complex, Bandra East, Mumbai – 400051, Maharashtra, India <b>Symbol: REFEX</b>
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**RE: Disclosure under Regulation 30 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular").**

**Subject: Outcome of the meeting of the Board of Directors held on June 19, 2025.**

Dear Sir/ Ma'am,

In terms of Regulation 30 read with Para A of Part A of Schedule III to the SEBI Listing Regulations, we wish to inform you that the **Board of Directors of the Company**, at its meeting held today, *inter-alia*, has considered and approved the following:

- Appointment of Dr. Vineet Kothari (DIN: 10070816)**, as an Additional Director in the category of **Independent Director** of the Company with effect from June 19, 2025, for a first term of five consecutive years, commencing from **June 19, 2025 to June 18, 2030** (both days inclusive), subject to the approval of the members of the Company at the ensuing 23<sup>rd</sup> Annual General Meeting ("**AGM**") of the Company;
- Re-appointed M/s STARP & Associates** (Firm Reg. No.: 004143), represented by its Partner, Ms. S Lakshmi bearing ICAI Membership Number: 33961 as the **Cost Auditor** of the Company for the **financial year 2025-26** and approved the remuneration subject to ratification by the members of the Company in the ensuing 23<sup>rd</sup> AGM of the Company;
- Appointed M/s A. Mohan Kumar & Associates**, a practicing company secretary firm, represented by its founding partner, Mr. A. Mohan Kumar, bearing ICSI Membership No.: FCS-4347 and C.P. No. 19145 as the **Secretarial Auditor** of the Company for the first term of five consecutive years, to conduct the Secretarial Audit of five consecutive financial years commencing on **April 01, 2025, until March 31, 2030**, in terms of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration) Rules, 2014 and Regulation 24A of the SEBI Listing Regulations; which is subject to approval by the members of the Company in the ensuing 23<sup>rd</sup> AGM of the Company;
- Increase in the Authorized Share Capital** from ₹40,00,00,000/- (Rupees Forty Crore only), divided into 17,50,00,000 (Seventeen Crore Fifty Lakh) equity shares of ₹2/- each, and 5,00,000 (Five Lakh) Cumulative Redeemable Preference Shares of ₹100/- each, to **₹100,00,00,000/- (Rupees One Hundred Crore only)**, divided into 47,50,00,000 (Forty-Seven Crore Fifty Lakh) equity shares of ₹2/- each, and 5,00,000 (Five Lakh) Cumulative Redeemable Preference Shares of ₹100/- each, and consequent **alteration** to the clause V of the **Memorandum of Association** of the Company, subject to the approval of the members of the Company in the ensuing 23<sup>rd</sup> AGM of the Company and such other statutory and regulatory approvals as may be required;
- Annual Report** for the financial year 2024-25, including Board's Report, Management Discussion & Analysis Report, Corporate Governance Report, Business Responsibility & Sustainability Report and CSR Report for FY25;

**Refex Industries Limited**  
A Refex Group Company

CIN: L45200TN2002PLC049601

6. **Notice of 23<sup>rd</sup> Annual General Meeting ("AGM")** to be convened on **Friday, July 18, 2025 at 11:30 a.m. (IST)** through Video Conferencing/ Other Audio-Visual Means ("VC"/"OAVM") facility;
7. **Fixing of Friday, July 11, 2025**, as the **"Cut-Off Date"** to ascertain the names of members who will be entitled to attend and vote at the 23<sup>rd</sup> AGM of the Company;
8. Facility to cast votes by electronic means, i.e., **remote e-Voting and e-Voting during the e-AGM**, through **National Securities Depository Limited (NSDL)**, on all the resolutions mentioned in the Notice convening 23<sup>rd</sup> AGM of the Company;

The remote e-Voting facility will be available during following period at <https://www.evoting.nsdl.com>:

<b>Commencement of remote e-Voting:</b>	09:00 A.M. (IST) on Tuesday, July 15, 2025
<b>End of remote e-Voting:</b>	05:00 P.M. (IST) on Thursday, July 17, 2025

In compliance with the provisions of Sections 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and in line with the MCA Circulars and the SEBI Circulars, the Notice of the 23<sup>rd</sup> AGM along with Annual Report for FY25, will be sent to the eligible shareholders and all concerned in due course of time, only through electronic mode on the e-mail IDs registered with the Company/ Depositories/ Depository Participants.

The details such as manner of:

- (i) registering / updating email addresses,
- (ii) casting vote through remote e-Voting and e-Voting during the AGM and
- (iii) attending the AGM through VC / OAVM will be set out in the Notice of the AGM.

Notice of 23<sup>rd</sup> AGM and Annual Report for FY25 will be available on the Company's website i.e. <https://refex.co.in> and website of the Stock Exchanges, i.e., the BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the National Stock Exchange of India Limited at [https://www.nseindia.com](http://www.nseindia.com). The AGM Notice will also be available on the website of NSDL at <https://www.evoting.nsdl.com>.

9. **Appointment of Ms. Mehak Gupta**, practicing company secretary, FCS-10703, CP No. 15013, as the **Scrutinizer**, to scrutinize remote e-Voting process and e-Voting during the 23<sup>rd</sup> AGM in a fair and transparent manner.

*The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular, are given in **Annexure-A**.*

You are requested to take the above information on records and disseminate the same on your website.

Thanking you

Yours faithfully,

For & on behalf of **Refex Industries Limited**

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**Ankit Poddar**

Company Secretary & Compliance Officer

Membership No.: ACS-25443

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The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular, are as under:

S. No.	Particulars	Dr. Vineet Kothari Independent Director [DIN: 10070816]	M/s STARP & Associates Cost Auditor [Represented by its Partner, Ms. S Lakshmi bearing ICAI Membership Number: 33961]	M/s A. Mohan Kumar & Associates Secretarial Auditor [Represented by its founding partner Mr. A. Mohan Kumar, bearing ICSI Membership No.: FCS-4347 and C.P. No. 19145]
a)	Reason for change viz. appointment, re-appointment, <del>resignation, removal, death or otherwise</del>	<b>Appointment</b>	<b>Re-appointment</b>	<b>Appointment</b>
b)	Date of appointment/ reappointment <del>/cessation (as applicable)</del>	June 19, 2025	June 19, 2025	June 19, 2025
c)	Term of appointment/ re-appointment	First term of five consecutive years, commencing from June 19, 2025 to June 18, 2030 (both days inclusive)	Financial year 2025-26	First term of five consecutive years, to conduct the Secretarial Audit of five consecutive financial years commencing on April 01, 2025, until March 31, 2030
d)	Brief profile (in case of appointment)	<p>Dr. Vineet Kothari is a Bachelor of Commerce (Hons.), Chartered Accountant, Company Secretary, Masters in Law and is a Ph.D. in Taxation.</p> <p>Dr. Kothari has been designated as a Senior Advocate by the Supreme Court of India and practices law in Constitutional Courts in India. His main areas of practice are Domestic Tax laws, International Taxation, Arbitration, Corporate and Insolvency laws, Property and Family Laws.</p> <p>He has given a wide range of opinions on issues dealing with FEMA, FERA and matters before PMLA. His keen and active involvement in Alternate Dispute Resolution encompasses Commercial &amp; Contractual disputes resolution through various Domestic &amp; International Arbitration &amp; Mediation Institutions.</p> <p>He is empaneled as an Arbitrator with most of the High Courts annexed Centers in India and is also on board of private Arbitration and Mediation Centers in India like Nani Palkihvala Arbitration Centre.</p>	<p>M/s STARP &amp; Associates is a Cost Accounting Firm (Firm Registration No.-004143) promoted by persons having rich experience over two decades in the field of Finance and Costing.</p> <p>They have hands on experience in Cost Audit, designing, implementation of Costing Systems, GST related services, Management Audits, Internal Audit, Income Tax related services, etc.</p> <p>The mission of the Firm is to make India a Global place in the field of Costing both in Manufacturing and Services.</p> <p>CMA Lakshmi S, Partner bearing membership no. 33961 will be representing the Firm.</p>	<p>M/s A. Mohan Kumar &amp; Associates is professional corporate consultant firm with expertise in providing services related to Secretarial Audit, Mergers, Acquisition, Structuring of Capital and related matters.</p> <p>Mr. Mohan Kumar, founding partner of M/s A. Mohan Kumar &amp; Associates is a Corporate Lawyer, Practicing Company Secretary and a Cost Accountant. He has more than 20 years of experience as Company Secretary in various Listed and Unlisted Companies including manufacturing, Software and ITES industries. Mr. Kumar is a Central council member and immediate Past Chairman of Institute of Company Secretaries of India (Southern India Region).</p> <p>He is also a Registered trade mark agent and an Insolvency Resolution Professional.</p> <p>In addition to above, Mr. Mohan Kumar is a regular speaker and a faculty in many forums including Institute of Company Secretaries of India, Institute of Chartered Accountants of India and BSE Ltd.</p>

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		<p>He is a senior advisor with KPMG India and MBG, Dubai. He is on the panel of Singapore International Arbitration Centre &amp; Dubai International Arbitration Centre as an Arbitrator.</p> <p>He is currently also on the Governing Council of Indian Council of Arbitration ICA. FICCI.</p> <p>Dr. Kothari was elevated to the Bench on June 13, 2005 as a Judge of Rajasthan High Court where he served till April 2016.</p> <p>He has served as a Judge of Karnataka High Court from April 2016 to November 2018.</p> <p>Thereafter, he has also served at Madras High Court from November 2018 to January 2021 and later towards the end of his career as a Judge, he also served at Gujarat High Court from January 2021 to September 2021.</p> <p>He has served at both Madras and Gujarat High Courts as an Acting Chief Justice.</p>		
e)	Disclosure of relationships between directors (in case of appointment of a director).	Dr. Kothari is not related to any of the Director on the Board of the Company.	Not Applicable	Not Applicable
f)	Information required pursuant to BSE Circular no. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 June 2018.	Dr. Kothari is not debarred from holding the office of Director by any SEBI order or any other such authority.	Not Applicable	Not Applicable

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