

# **INDO COTSPIN LIMITED**

REGD. OFF: DELHI MILE STONE 78 K.M, G.T, ROAD, N.H-44 VILLAGE JHATTIPUR  
POST BOX NO. 3, POST OFFICE SAMALKHA, PANIPAT-132103(HARYANA) INDIA

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**CIN: L17111HR1995PLC032541, ISIN: INE407P01017**  
**SCRIP CODE: 538838, SCRIP ID: ICL, PAN NO. AAACI4596A**  
**EMAIL ID: [rajpalaggarwal2000@yahoo.com](mailto:rajpalaggarwal2000@yahoo.com) , [www.indocotspin.com](http://www.indocotspin.com)**  
**EMAIL ID: [info@indocotspin.com](mailto:info@indocotspin.com) , 9896034879**

Notice/ BM/ 05/ 2025-26

Date: 20.10.2025

## **SUB: NOTICE OF FIFTH BOARD MEETING**

To  
The Board of Directors,

**NOTICE IS HEREBY GIVEN THAT THE FIFTH MEETING OF THE BOARD OF DIRECTORS OF INDO COTSPIN LIMITED TO BE HELD ON MONDAY 27<sup>TH</sup> OCTOBER 2025 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT DELHI MILESTONE 78 KM GT ROAD VILLAGE JHATTIPUR SAMALKHA, PANIPAT, HARYANA - 132101 INDIA**

The agenda and notes to accounts of the business to be transacted at the meeting are enclosed herewith.

The Company provides the facility of participating the meeting by video conferencing or other audio/ video conferencing mode.

You are requested to kindly make it convenient to attend the meeting.

**On the order of Board  
Indo Cotspin Limited**

**SD/-  
Bal Kishan Aggarwal  
Managing Director  
DIN: 00456219**

**Date: 20.10.2025**

**Place: Panipat**

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AGENDA/ BM/ 05/ 2025-26

**AGENDA FOR THE FIFTH MEETING OF THE BOARD OF DIRECTORS OF INDO COTSPIN LIMITED TO BE HELD ON MONDAY 27<sup>TH</sup> OCTOBER 2025 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY**

S No	Agenda of Board Meeting
1	To Welcome by Chairperson and convene the meeting
2	To Confirm the Quorum
3	To grant Leave of Absence, if any.
4	To take note of minutes of previous Board Meeting
5	To take note of the decisions taken by Audit Committee in its Meeting held on 27.10.2025
6	To take on record shareholding pattern for the quarter and half year ended 30 <sup>th</sup> September 2025
7	To take on record Integrated Governance compliance for the quarter and half year ended 30 <sup>th</sup> September 2025
8	To take on record non-applicability of Corporate Governance under Regulation 27 of SEBI (LODR) Regulations, 2015 for the quarter ended and half year 30 <sup>th</sup> September 2025
9	To approve reconciliation of share capital audit report for the quarter and half year ended 30 <sup>th</sup> September 2025
10	To approve standalone Un-Audited Financial Results along with Limited Review Report for the quarter and half year ended on 30 <sup>th</sup> September 2025
11	Any other Item with The Permission of Chair

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## NOTES TO AGENDA

### ITEM NO. 01

- **CHAIRPERSON:**

To elect the chairperson of the Meeting Since the Company does not have a regular chairperson, the Directors shall amongst themselves, appoint a Chairperson for the meeting.

- **CONVENING OF THE MEETING:**

The Chairperson to confirm that the Meeting is duly convened and constituted in accordance with the provisions of the Companies Act, 2013 and the Rules framed thereunder.

### ITEM NO. 2

- **PRESENCE OF QUORUM:**

The Chairperson is requested to ascertain the presence of requisite quorum and declare the Meeting as open.

### ITEM NO. 3

- **LEAVE OF ABSENCE:**

The Board is requested to grant leave of absence to Director(s) who are unable to attend the meeting and have requested for the same.

### ITEM NO. 4

- **TO TAKE NOTE AND APPROVE THE MINUTES OF THE LAST MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY**

The Draft minutes of last Board meeting shall be tabled at the meeting for approval and noting of the Board of Directors.

### ITEM NO. 5

- **TO TAKE NOTE OF DECISIONS TAKEN BY AUDIT COMMITTEE IN ITS MEETING HELD ON 27-10-2025.**

To consider and take note of the decisions and recommendations of the Audit Committee in respect of the Unaudited Financial Result, along with the limited Review report , as approved at its meeting held on 27-10-2025, and to consider and approve the same, as recommended to the Board of Directors, with initials marked thereon for identification.

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## ITEM NO. 6

- **TO TAKE ON RECORD SHAREHOLDING PATTERN FOR THE QUARTER AND HALF YEAR ENDED 30<sup>TH</sup> SEPTEMBER, 2025**

As per the provisions of regulation 31 of the SEBI (LODR) Regulations, 2015 the Company is requiring to file quarterly shareholding pattern within 21 days from the closing of the Quarter and half ended on 31<sup>st</sup> September, 2025.

“RESOLVED THAT an approval be and is hereby accorded to the contents of “Shareholding Pattern” for the quarter and half ended on 30<sup>th</sup> September 2025, in terms of the draft Shareholding Patter shall place on the table and initialed by the Chairman for identification purposes.”

## ITEM NO. 7

- **TO TAKE ON RECORD INTEGRATED GOVERNANCE COMPLIANCE FOR THE QUARTER AND HALF YAER ENDED 30<sup>TH</sup> SEPTEMBER, 2025**

To consider and approve the Integrated Governance Compliance Report of the Company for the quarter and half year ended 30<sup>th</sup> September 2025, in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 and pursuant to the provisions of Regulation 13(3) and Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Integrated Governance Compliance Report, containing the requisite details, will be placed before the Board for its consideration and approval.

“RESOLVED THAT an approval be and is hereby accorded to the contents of ‘Integrated Governance Filing’ for the quarter and half year ended on 30<sup>th</sup> September 2025 and shall file with BSE, board shall place on the table of board for consider and initialed by the Chairman for identification purposes.”

## ITEM NO. 8

- **TO TAKE ON RECORD, NON-APPLICABILITY OF CORPORATE GOVERNANCE UNDER REGULATION 27 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015 FOR THE QUARTER AND HALF YEAR ENDED ON 30<sup>TH</sup> SEPTEMBER, 2025:**

The Chairman shall apprise the Board Members that, pursuant to Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity is required to submit a Corporate Governance Compliance Report to the recognized stock exchange(s) on a quarterly basis within the prescribed timelines.

The Board shall note that the provisions of Corporate Governance as specified under Regulation 27 of the SEBI (LODR) Regulations, 2015 are not applicable to the Company for the quarter and half year ended 30<sup>th</sup> September, 2025. Accordingly, a declaration regarding non-applicability shall be submitted to the stock exchange(s).

The draft declaration of non-applicability of Corporate Governance for the said period shall be placed before the Board for its consideration and shall be initialed by the Chairman for the purpose of identification.

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## ITEM NO. 9

- **TO CONSIDER AND APPROVE THE RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER AND HALF YEAR ENDED 30<sup>th</sup> SEPTEBER, 2025.**

The Board shall consider the Reconciliation of Share Capital Audit Report for the quarter and half year ended on 30<sup>th</sup> September 2025 issued by M/s Amit Saxena & Associates, Company Secretaries an experienced Practicing Company Secretaries firm from Delhi, appointed by the Company for reconciliation of the total admitted capital with both the depositories i.e. NSDL & CDSL and that represented by physical shares with the total issued and listed capital. The Board then noted and took on record the contents of the report and thereafter passed the following Resolution.

“**RESOLVED THAT** an approval be and is hereby accorded to the contents of Reconciliation of Share Capital Audit Report” for the quarter and half year ended on 30<sup>th</sup> September, 2025 in terms of the draft placed on the table and initialed by the Chairman for identification purposes.”

## ITEM NO. 10

- **TO APPROVE THE STANDALONE UNAUDITED FINANCIAL RESULTS ALONG WITH LIMITED REVIEW REPORT FOR THE QUARTER AND HALF YEAR ENDED 30<sup>th</sup> SEPTEMBER 2025.**

The Chairman apprise to the Board, for approval of the Standalone Unaudited Financial Result along with Limited Review Report for the quarter and half year ended 31st September 2025, in the meeting of board which was held on 27<sup>th</sup> October 2025 at the Registered office.

The standalone Unaudited financial results for the quarter and half year ended on 31st September 2025, shall place on the table for detailed discussions along with the highlights of the results: -

As required under regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 the Standalone un-audited financial results for the quarter and half year ended 30<sup>th</sup> September 2025., shall be reviewed by the Audit Committee at its meeting to be held earlier on the same day, i.e., 27th October, 2026.

**RESOLVED THAT** the Unaudited Financial Results of the Company for the quarter and half year ended on 30th September, 2025, as will be placed before the Board and initialed by the Chairman for the purpose of identification, shall be considered and, if thought fit, approved and taken on record, and the same shall be published in newspapers in accordance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the listing agreement with BSE Limited.

**FURTHER RESOLVED THAT** the limited review report of Auditors be submitted to the Stock Exchanges where the shares of the Company are listed.

## ITEM No. 11

- **ANY OTHER ITEM WITH THE PERMISSION OF CHAIR**

The Board may take up any other matter not forming part of the agenda, with the permission of the Chair.