



AVI POLYMERS LTD.

Admin. Office :103, Nalanda Complex, Premchand Nagar Road, Vastrapur, Ahmedabad-380015.
Phone : +91-79-26765510 + Mobile : +91 7048360390 + e-mail : avipolymer@gmail.com + URL: www.avipolymers.com

CIN : L27204JH1993PLC005233

06/03/2025

To:
The Department of Corporate Services
BSE Limited
P J Towers,
Dalal Street,
Mumbai -400001,

BSE Code: 539288

Dear Sir/Ma'am,

SUB: Outcome of Board Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

This is to inform the Exchange that the Board of Directors of M/s. AVI Polymers Limited, at their meeting held on Thursday, 06th March, 2025, have taken note of Share Purchase Agreement entered among the Promoters and Promoter Group and Rootsparkle Trading Private Limited.

The resolutions passed by the Board of Directors are enclosed for the kind information and records of the Exchange.

The meeting was commenced at 11.00 A.M. and concluded at 12.00 P.M.

Kindly take the above on record.

Thanking You,
Yours Faithfully,
For, AVI Polymers Limited

Monika Shah
Company Secretary and Compliance Officer
(Membership No: 37823)
Place: Ahmedabad



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EXTRACT OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS (“BOARD”) OF AVI POLYMERS LIMITED (“COMPANY”) IN THEIR MEETING HELD ON THURSDAY 06TH MARCH, 2025 AT THE CORPORATE OFFICE OF THE COMPANY AT 103,NALANDA COMPLEX, PREMCHAND NAGAR ROAD, VASTRAPUR, AHMEDABAD-380015 AT 4.00 P.M.

NOTED THAT:

The Board has been informed by Mr. Mansukh Patel on behalf of the Promoter and Promoter Group of the company that they have been in discussions with Rootsparkle Trading Private Limited, in respect of the sale to Rootsparkle Trading Private Limited by the Promoter and Promoters Group up to 25.17 % of the equity shares of the Company held by the Promoter and Promoters Group.

As part of the aforesaid transaction, the Promoter and Promoters Group of the company desires to enter into a share purchase agreement with Rootsparkle Trading Private Limited (“Agreement”) to which the Company is a party and they have shared the draft share purchase Agreement with the Board.

1. Authorization for execution of Share Purchase Agreement

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or amendments thereto for the time being in force), the Memorandum and Articles of Association of the Company, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (“SEBI Takeover Regulations”), each as amended from time to time, and subject to such approvals, permissions, consents, sanctions and exemptions of the Securities and Exchange Board of India (“SEBI”), Reserve Bank of India (“RBI”), Registrar of Companies, BSE Limited (“BSE”), National Company Law Tribunal, the Competition Commission of India and/or other statutory and regulatory authorities, institutions or bodies (collectively, the “Appropriate Authorities”), as may be necessary, and also subject to such conditions and modifications as may be prescribed or imposed by the Appropriate Authorities while granting such approvals, permissions, consents, sanctions and exemptions, which may be agreed by the board of directors of the Company (the “Board”, which expression shall include any committee of the Board and/or any persons authorized by the Board to exercise its powers, including the powers conferred by this resolution), the draft of the share purchase agreement (“SPA”) for sale by the Promoters of up to 25.17% of the equity shares of the Company held by the Promoter and Promoters group to Rootsparkle Trading Private Limited (“Transaction”), which is placed before the Board, is hereby taken on record, and the Company is hereby authorized to negotiate, finalize, execute and deliver the SPA (any other ancillary documents, instruments and certificates contemplated by the SPA in relation to the Transaction), and perform the SPA solely with respect to its obligations in accordance therewith.



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RESOLVED FURTHER THAT, Mr. Mansukh Patel Managing Director (DIN:00162160) and Ms. Monika Shah Director (DIN: 07116152) of the company (each an "Authorised Signatory"), are hereby severally authorized to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, to give effect to the foregoing resolutions, including, but not limited to:

- (i) to discuss, negotiate and finalize the terms and conditions of/for the SPA and the Transaction;
- (ii) to execute the necessary agreements relating to the Transaction, including, but not limited to, the SPA and such other documents/agreements as may be required to implement the Transaction;
- (iii) to file applications and make representations in respect thereof and seek the requisite approvals, consents, permissions and sanctions, as may be applicable, including, in each case, from the Appropriate Authorities;
- (iv) to inform and apply to (and make filings with and/or submissions to) the Appropriate Authorities, institutions or bodies, as may be required, including in respect of the requirements of SEBI, BSE or local authorities (such as, income tax authorities, goods and service tax authorities), and/or to represent the Company before the said authorities, institutions or bodies to retain such legal counsels and other advisers as necessary or desirable to represent the Company before the Appropriate Authorities;
- (v) to sign and submit such applications, letters, forms, returns, deeds, documents and to settle any question, difficulty or doubt that may arise in relation to the Transaction and to reconsider the matter due to change in circumstances as such Authorised Signatory may, in his absolute discretion, deem fit, without being required to seek any further consent or approval of the Board provided no modifications are made to the provisions of the Agreement and
- (vi) to perform and execute all such other acts, deeds, matters and/or give such directions as such Authorised Signatory may deem fit or as may be necessary or desirable in relation to the Transaction.

RESOLVED FURTHER THAT any Director of the Company and the Company Secretary of the Company be, and each of them hereby is, severally authorised to issue and submit a certified copy of the resolutions herein to any Appropriate Authority as necessary or desirable or to any other person or entity."

Certified True Copy

For, AVI Polymers Limited

Date: 06/03/2025
Place: Ahmadabad

Monika Shah
Company Secretary
Mem No.37823