

shri dinesh mills ltd.

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.
Tel. : (0265) 2960060/61/62/63/64, Mobile : 99740 05975
Website : www.dineshmills.com, CIN : L17110GJ1935PLC000494

March 28, 2026

To,
Mrs. Tejal Rahul Amin
Narikel, Bhayli Raipura Road,
Bhayli, Vadodara – 391 470

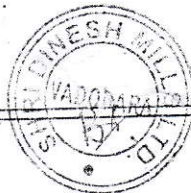
Madam,

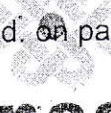
Sub: Your Appointment as an Additional Director designated as Non-Executive Independent Director

We are pleased to inform you that, subject to approval of shareholders, the Board of Directors of the Company at their meeting held on 27th March, 2026 have appointed you as an Additional Director designated as Non-Executive Independent Director of the Company pursuant to the provisions of the Companies Act, 2013 read with the Companies (Appointment & Qualification of Directors) Rules, 2014, Schedule IV thereto and Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended on the following terms & conditions.

1. **Tenure:** The tenure of your Office as Non-Executive Independent Director will be for a period of five (5) consecutive years with effect from 28th March, 2026 to 27th March, 2031.
2. **Board Committees:** You are nominated on the following Committees of the Board with effect from 29th March, 2026 which have been formed pursuant to the provisions of the Companies Act, 2013 read with the Companies (Appointment & Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
 - (1) Audit Committee – Member
 - (2) Nomination, Remuneration & Compensation Committee – Member
 - (3) Stakeholders Relationship Committee – Member
3. **Role, Function, Duties and Responsibilities:** As Non-Executive Independent Director and member of the Board Committees, it is expected to provide your expertise and experience in the best interest of the Company & its stakeholders. Your role, function, duties and responsibilities would be as per the provisions of the Companies Act, 2013 read with the Rules made thereunder, Schedule IV relating to the Code for Independent Directors and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and amendment(s) thereto, if any from time to time and accordingly, you shall act and discharge your duties.

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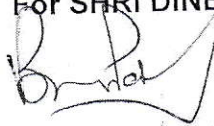
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4. **Compliance of Codes:** As Non-Executive Independent Director and member of the Board Committees, it is also expected to comply with the provisions relating to "Code of Conduct for Board Members and Senior Management Personnel" of the Company, Whistle Blower Policy, SEBI (Prohibition of Insider Trading) Regulations and SEBI (Substantial Acquisition of shares & Takeovers) Regulations and amendment(s) thereto, if any from time to time and not to indulge in any transactions which may amounts to contravention / violation of the above referred Laws, Rules, Codes and Regulations.
5. **Remuneration:** You will be paid Sitting Fees subject to deduction of applicable taxes for attending the Board and Committee meetings of the Company as may be decided by the Board of Directors of the Company from time to time.

Please confirm your acceptance and return the duplicate copy of this Appointment Letter duly signed by you for our records.

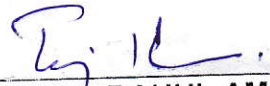
Yours faithfully,
For and on behalf of Board of Directors,
For SHRI DINESH MILLS LIMITED,



BHARAT PATEL
CHAIRMAN AND MANAGING DIRECTOR



I have read the terms & conditions of this Appointment Letter and confirm my acceptance of the same.


(TEJAL RAHUL AMIN)



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