

NOTICE

Notice is hereby given that an Extra-Ordinary General Meeting no 01/EGM/AIL/2021-22 of Anmol Industries Limited will be held at its registered office at 229, A.J.C. Bose Road, Crescent Tower, 3rd Floor, Unit 3A, 3B, 3C & 3D, Kolkata -700020, West Bengal, on Tuesday , the 14th day of December, 2021 at 10.30 a.m. through Video Conference Mode (Zoom Meet) to transact the following business:

SPECIAL BUSINESS:

ITEM NO.1

APPROVAL OF RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any of the Companies Act, 2013 and relevant Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) consent of the members be and is hereby accorded for approval of related party transaction entered by the company with a professional contract as specified and described in the Explanatory Statement to this notice, with Shri Sumit Malhotra, Independent Director of the Company.”

“RESOLVED FURTHER THAT the Board of Directors , be and are hereby, severally, authorized to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above resolutions.”

By Order of the Board
For **Anmol Industries Limited**

Brundaban Behera
Company Secretary

Date : 20-11-2021
Address : 229, A.J.C Bose Road,
Crescent Tower, 3rd Floor, Unit No.3A, 3B, 3C & 3D
Kolkata - 700020

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
2. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying

voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Only bona-fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
5. Members are requested to please provide their folio number to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act") relating to the special business to be transacted at the Extra-Ordinary General Meeting (the "EGM") is annexed hereto.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following explanatory statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to special businesses mentioned in the accompanying notice for convening the Extra-Ordinary General Meeting of the Company.

ITEM NO.1

Members of the Company are further requested to note that Section 188(1) of the Companies Act, 2013 read with the relevant Rules made there under requires any transaction entered into between related parties for appointment to any office or place of profit of the Company, its subsidiary Company or Associate Company at a monthly remuneration exceeding two and half lakh rupees, shall be made with the prior approval of the members. Your Company has a proposal to take the professional service from Mr. Sumit Malhotra, Independent Director of the Company. The said transaction of professional service of Mr. Sumit Malhotra, Independent Director of the Company with a monthly professional fees to the tune of Rs. 05.00 Lakh (Rupees Five Lakhs Only) excluding the reimbursement of travelling and lodging expenses, is falling under a related party transaction. The members are further perused that the said transaction is not a material related party transaction as per the Related Party policy of the Company. The Audit Committee and Board of Directors have reviewed major terms & conditions of the transaction and recommend to the members for their approval by way of an Ordinary Resolution.

The following disclosures for related party transaction is made in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rule, 2014.

Sl	Particulars	Remarks
a	The Name of the Related Party and the Nature of Relationship	Shri Sumit Malhotra, Independent Director of the Company.

b	Nature, material terms, monetary value and particulars of the contract or arrangements	It is a nature of Professional Service Contract with the Company towards achieving the Strategy of the Company, growth of the Company etc.
c	Any other information relevant or important for the members to take a decision on the proposed resolution	The monthly professional fees to the tune of Rs. 5.00 Lakh (Rupees Five Lakhs Only) excluding the reimbursement of travelling and lodging expenses.

None of directors/ Key Managerial Persons (KMP) of the Company and/or relatives of such directors/ KMP are concerned or interested, either financially or otherwise in the proposed resolution(s) as set out in Item No. 1 except Mr. Sumit Malhotra, Independent Director of the Company.

The resolution as set out in Item no. 1 of the Notice is accordingly recommended for your approval.

By Order of the Board
For **Anmol Industries Limited**

Brundaban Behera
Company Secretary

Date: 20-11-2021
Address: 229, A.J.C Bose Road,
Crescent Tower, 3rd Floor, Unit No.3A, 3B, 3C & 3D
Kolkata – 700020

ANMOL INDUSTRIES LIMITED

CIN: U15412WB2009PLC139597

Regd. Off.: 229, A.J.C. Bose Road, Unit 3A, 3B, 3C & 3D, Crescent Tower, 3rd Floor,
Kolkata 700020, West Bengal

ATTENDANCE SLIP

I hereby record my presence at the 1st Extra-Ordinary General Meeting no 01/EGM/AIL/2021-22 of the Company held on 31.08.2021, (Tuesday) at the Registered Office of the Company at 229, A.J.C. Bose Road, Unit 3A, 3B, 3C & 3D, Crescent Tower, 3rd Floor, Kolkata 700020, West Bengal at 10.30 A.M. through Video Conference Mode (Zoom Meet).

Full name of the shareholder _____ Signature _____

Folio No. _____

Full name of the Proxy _____ Signature _____



Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN: U15412WB2009PLC139597

Name: Anmol Industries Limited

Regd. Off.: 229, A.J.C. Bose Road, Unit 3A, 3B, 3C & 3D,

Crescent Tower, 3rd Floor, Kolkata 700020, West Bengal

Name of the member(s):	
Registered address:	
E- mail Id:	
Folio No./Client ID	
DP ID:	

I/We being a member(s) of _____ shares of the above named company, hereby appoint

1. Name : _____ Address: _____

E-mail Id: _____ Signature: _____ or
failing him

2. Name : _____ of _____

E-mail Id: _____ Signature: _____ or
failing him

3. Name : _____ of _____

E-mail Id: _____ Signature: _____

and whose signatures are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1st Extra-Ordinary General Meeting no 01/EGM/AIL/2021-22 of the Company to be held on 14.12.2021 (Tuesday) at 10.30 A.M. at 229, A.J.C. Bose Road, Unit 3A, 3B, 3C & 3D, Crescent Tower, 3rd Floor, Kolkata 700020, West Bengal through video Conference Mode (Zoom Meet), and at any adjournment thereof in respect of such resolutions as are indicated below:

*I wish my above proxy to vote in the manner as indicated below:

Resolutions	For	Against
1. APPROVAL OF RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013		

Affix
Rupee
1/-
Revenue
Stamp

Signed this ___ day of _____ 2021.

Signature of shareholder

Signatures of proxy holders:

1. _____

2. _____

3. _____

Notes:

1. The proxy form duly signed across the Revenue Stamp must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
2. A proxy need not be a member of the Company.
3. * This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

Details of the ZOOM INVITATION for Extra-Ordinary General Meeting no 01/EGM/AIL/2021-22 of Anmol Industries Limited:

Anmol Industries Ltd is inviting you to a scheduled Zoom meeting.

Topic: 1ST EGM MEETING - ANMOL INDUSTRIES LIMITED

Time: Dec 14, 2021 10:30 AM India

Join Zoom Meeting

<https://us02web.zoom.us/j/83361990688?pwd=dkE3T0RXdFo1Nnk5UUFyTzdydlR1UT09>

Meeting ID: 833 6199 0688

Passcode: 437968

One tap mobile

+13126266799,,83361990688#,,,,*437968# US (Chicago)

+13462487799,,83361990688#,,,,*437968# US (Houston)

Dial by your location

+1 312 626 6799 US (Chicago)

+1 346 248 7799 US (Houston)

+1 669 900 6833 US (San Jose)

+1 929 205 6099 US (New York)

+1 253 215 8782 US (Tacoma)

+1 301 715 8592 US (Washington DC)

Meeting ID: 833 6199 0688

Passcode: 437968

Find your local number: <https://us02web.zoom.us/j/ksVle4sja>