



LAXMI GOLDORNA HOUSE LIMITED
CIN : L36911GJ2010PLC059127

Dated: 13-03-2024

To,
The Manager
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400051

Ref: - (Symbol: LGHL, ISIN INE258Y01016)

Sub.: Notice of Extra Ordinary General Meeting

Dear Sir/Madam,

We hereby inform you that Extra Ordinary General Meeting of the Company will be held on Monday, 8th April, 2024 at 03:00 pm at the registered office of the Company situated at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India. Please find enclosed herewith copy of Notice of Extra Ordinary General Meeting of Laxmi Goldorna House Limited.

Notice is also available on the Company website i.e., www.laxmilifestyle.co.in you are requested to take the above on your records.

Thanking you,
Yours faithfully,
For, Laxmi Goldorna House Limited

JAYESHKUMA
R CHINULAL
SHAH

Digitally signed by
JAYESHKUMAR
CHINULAL SHAH
Date: 2024.03.13
18:59:42 +05'30'

Jayesh Chinubhai Shah
Managing Director
DIN: 02479665

Regd. Office:

Laxmi House, Opp Bandharano Khancho, M.G. Haveli Road, Manekchowk, Ahmedabad - 380001, Gujarat.

E: cs@laxmilifestyle.co.in | cs.laxmigoold@gmail.com | laxmigroup56@gmail.com

W: www.laxmilifestyle.co.in | Ph: +91 84888 09999 | +91 98980 33044



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road,
Manekchowk, Ahmedabad – 380001, Gujarat, India

Contact: 079 2214 9482; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of Laxmi Goldorna House Limited will be held on Monday 08th April, 2024 at 03:00 PM at the registered office of the Company situated at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India to transact the following business:

Special Business:

Item No. 1. Appoint M/s. J.S.SHAH & CO (FRN: 132059W) Chartered Accountants, Ahmedabad as the Statutory Auditors of the Company to fill the casual vacancy.

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

“**RESOLVED THAT** pursuant to the provisions of Section 139,141 & 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the provisions stipulated by SEBI vide its circular no. CIR/CFD/CMD1/114/2019 dated October 18, 2019 and on the recommendations of the Audit Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for appointment of M/s. J.S.SHAH & CO, Chartered Accountants (FRN: 132059W and Peer review Certificate No: 012264 issued by the peer review board of ICAI) as Statutory Auditors of the Company, to fill the casual vacancy caused by resignation of M/S. BHAGAT & CO (FRN: 127250W) chartered accountants with effect from the closing of business hours of 14th February 2024, to hold office as the Statutory Auditors of the Company from 12th March 2024 till the conclusion of the 15th Annual General Meeting of the Company to be held in 2024.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to finalize their terms of engagement according to the scope of their services as Statutory Auditors and other permissible assignments, if any, including Audit Fee, Certification Fee, Tax Audit Fee (excluding GST) plus reimbursement of out of pocket expenses, etc., in line with prevailing rules and regulations made in this regard including their terms of appointment as per the provisions of Clause 6(A) and 6(B) of SEBI Circular No. CIR/CFD/ CMD1/114/2019 dated October 18, 2019.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

Item No. 2. Increase in Authorised share capital of the company and alteration of capital clause of memorandum of association.

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

“**RESOLVED THAT** pursuant to provisions of Section 13, read with Section 61 and 64 of the Companies Act, 2013, read with Rules thereunder (including any Statutory modifications or re-enactment thereof, for the time in being in force) and any other applicable provisions of the Act and applicable provisions of the Article of Association of the Company, the consent of the Members of the Company be and is hereby accorded to increase in Authorised Share Capital of the Company from existing Rs. 21,00,00,000 (Rupees Twenty-One Crores Only) divided into 2,10,00,000 (Two Crores Ten Lacs Only) Equity Shares of face value of Rs. 10 each (Rupees Ten Only) to Rs. 45,00,00,000 (Rupees Forty-Five Crores Only) divided into 4,50,00,000 (Four crores and fifty lacs Only) Equity Shares of face value of Rs. 10 each (Rupees Ten Only) ranking pari passu in all respect with the existing Equity Shares of the Company.”

“**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be altered in the following manner i.e. existing Clause V of the Memorandum of Association be deleted and same be substituted with the following new clause as clause V;”

V. The Authorised Share Capital of the Company is Rs. 45,00,00,000 (Rupees Forty-Five Crores Only) divided into 4,50,00,000 (Four crores and fifty lacs Only) Equity Shares of face value of Rs. 10 each (Rupees Ten Only).

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and/or Company Secretary of the Company (hereinafter referred to as “Board” which term shall include a Committee thereof authorized for the purpose) be and are hereby authorized jointly/severally to take all such steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Registered Office:

Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk,
Ahmedabad – 380001, Gujarat, India

**By Order of the Board
For Laxmi Goldorna House Limited**

sd/-

**Jayesh Chinubhai Shah
Managing Director
DIN: 02479665**

Date: 12th March, 2024

Place: Ahmedabad, Gujarat

Notes to Extra-Ordinary General Meeting

1. **A member entitled to attend and vote at the Extra-Ordinary General Meeting is entitled to appoint a proxy to attend and vote instead of himself /herself and such proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of Meeting.** A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the Company. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act a proxy for any other or shareholders. A proxy form is attached herewith.
2. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
3. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
4. 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 at the Meeting.
5. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
6. Notice of the EGM is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by the permitted mode. Members may note that the Notice will also be available on the Company's website of the Company www.laxmilifestyle.co.in for their download.
7. As per regulation 40 of SEBI Listing Regulations, as amended, securities of Listed Companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to converting their holdings to dematerialized form.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates nominations, power of attorney, bank details to their Depository Participant's in Case the shares are held by them in electronic form and to Kfin Technologies Limited (RTA) in case the shares are held by them in physical form.
9. Route-map of the EGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.

10. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
11. Only registered members of the Company or any proxy appointed by such registered member, as on the cut-off date decide for the purpose, being Monday, 01st April 2024, may attend and vote at the Extra-Ordinary General Meeting as provided under the provisions of the Companies Act.
12. Once the vote on a resolution is cast by the members, the member shall not be allowed to change is subsequently. Further, members who have casted their vote electronically shall not vote by way of poll, if held at the meeting. To provide an opportunity to vote at the meeting to the shareholders, who have not exercised the remote e-voting facility shall be provided polling papers before the commencement of the meeting. Any person who is not a member as on the cut-off date should treat this Notice for information purpose only.
13. Member who has not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Notices, Circulars, etc. from the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 04th April 2024 at 09:00 A.M. and ends on 07th April, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 01st April, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 01st April, 2024.

How do I vote electronically using NSDL e-Voting system?






The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile <div style="text-align: center;">  <p>NSDL Mobile App is available on  App Store  Google Play</p>   </div> <p>App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “[Forgot User Details/Password?](#)” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cshitarthshah@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 4430 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@laxmilifestyle.co.in.
 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@laxmilifestyle.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
 3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
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14. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date (i.e., the record date), being Monday, 01st April, 2024.
 15. The Board of Directors has appointed M/s Hitarth S. Shah & Associates, Practicing Company Secretaries, Ahmedabad (Membership No. A50728, CP No. 23616), as a Scrutinizer to scrutinize the e-voting process (including voting through ballot form at the venue of EGM) in a fair and transparent manner.
 16. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and will make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the meeting.
 17. The Results on resolutions shall be declared at or after the Extra-Ordinary General Meeting of the Company and the resolutions will be deemed to be passed on the Extra-Ordinary General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
 18. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.laxmilifestyle.co.in) within two (2) days of passing of the resolutions and communication of the same shall be made to NSE Limited, where the shares of the Company are listed.
 19. Redressal of complaints of Investor: The Company has designated an e-mail id: cs@laxmilifestyle.co.in to enable Investors to register their Complaints, if any.

20. Important Communication to Members

As per the provisions of the Companies Act, 2013 the service of notice/documents can be sent by e-mail to its members. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, Members who hold shares in physical form are requested to fill the E-Communication Mandate Form and hand over the same along with

Attendance Slip at the Registration Counter of venue of Extra-Ordinary General Meeting for registration of email address for receiving notice/documents.

Registered Office:

Laxmi House, Opp. Bandharano Khacho,
M.G. Haveli Road, Manek Chowk,
Ahmedabad-380001, Gujarat, India

**By Order of the Board
For Laxmi Goldorna House Limited**

sd/-

**Jayesh Chinubhai Shah
Managing Director
DIN: 02479665**

Date: 12th March, 2024

Place: Ahmedabad, Gujarat

Route map

Registered office

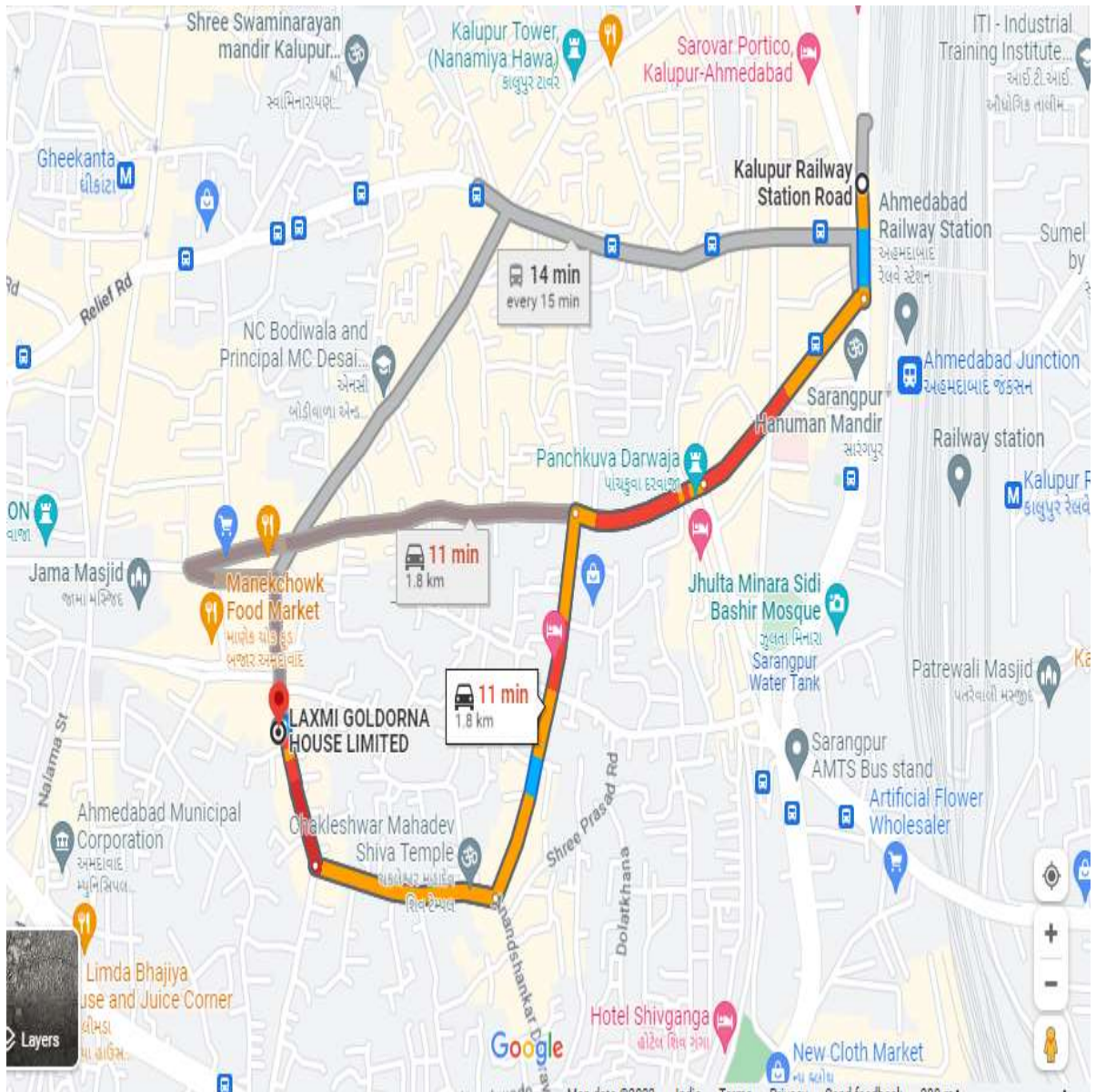
Laxmi Goldorna House Limited

Laxmi House, Opp. Bandharano Khacho,
M.G. Haveli Road, Manek Chowk,
Ahmedabad-380001, Gujarat, India

Contact No: (079) - 2214 9482

Email: cs@laxmilifestyle.co.in

Website: www.laxmilifestyle.co.in



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No: 1

Appoint M/s. J.S.SHAH & CO (FRN: 132059W) Chartered Accountants, Ahmedabad as the Statutory Auditors of the Company. (Ordinary Resolution)

Basis of recommendation

M/S. BHAGAT & CO, Chartered Accountants (FRN: 127250W) have tendered their resignation from the position of Statutory Auditors of LAXMI GOLDORNA HOUSE LIMITED, on 14th February 2024 resulting into a casual vacancy in the office of Statutory Auditors of the Company, as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company, on the recommendation of the Audit Committee, approved appointment of M/s. J.S. SHAH & CO, Chartered Accountants (FRN: 132059W) as the Statutory Auditors of the Company till 15th annual general meeting of the company, to fill the casual vacancy caused by the resignation of M/S. BHAGAT & CO, Chartered Accountants (FRN: 127250W)

The outgoing Statutory Auditors i.e. M/S. BHAGAT & CO, Chartered Accountants (FRN: 127250W), had submitted Limited Review Report for the quarter ended 31st December 2023, as per provisions of clause 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD/1/114/2019 dated October 18, 2019.

M/s. J.S.SHAH & CO, Chartered Accountants (FRN: 132059W), being eligible under section 139(1) and other applicable provisions, if any, of the Act, have consented to act as the Statutory Auditors of the Company and have also confirmed that their appointment, if made, would be within the limits prescribed under the Act.

Brief Profile:

J S Shah & Co., established in April, 2011, has been rendering value added professional services in Tax Consultancy including compliances, Statutory Audit, Internal Audit and Financial Management Consultancy. They believe in upholding the highest standards of business ethics with dedicated approach for maintaining highest quality standards. They have built up a team of dedicated professionals in each field of the services that we offer, so that the client can remain rest assured for the services availed by them.

Proposed statutory audit fees payable to the auditors:

The proposed fee payable to M/s. J.S. SHAH & CO, Chartered Accountants (FRN: 132059W) – incoming Statutory Auditors is Rs. 1.10 lakhs for FY 2023-24. The said proposed fees excludes certification fees, applicable taxes, reimbursements and other outlays. The fees payable to incoming Statutory Auditors is on the similar terms as applicable for the outgoing statutory auditors.

This amount includes fee for one off exercise attributable to additional work in relation to acquisitions, hedge accounting and additional review process.

Fees payable / paid to M/S. BHAGAT & CO, Chartered Accountants for Financial Year 2023-24 is Rs. Seventy Thousand only. In the light of the same, there is no material change in the fee proposed to be paid to Statutory Auditors for the financial year 2023-24 and the fee paid to the outgoing statutory auditors for the financial year 2023-24.

Terms of appointment

M/s. J.S. SHAH & CO, Chartered Accountants (FRN: 132059W) will hold the office of statutory auditors till the conclusion of the 15th Annual General Meeting of the Company to be held in 2024.

None of Directors, Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/Indirectly interested in the above resolution.

Item No. 1 the Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice for approval of the shareholders.

Item No: 2

Increase in Authorised share capital of the company and alteration of capital clause of memorandum of association.

The present Authorized Capital of the Company is Rs. 21,00,00,000/- (Rupees Twenty-One Crores only) divided into 2,10,00,000 (Two Crores Ten Lacs only) Equity shares of Face value of Rs. 10/- (Rupees Ten Only) and the paid-up share capital of the Company is Rs. 20,87,19,000/- (Rupees Twenty Crores Eighty-Seven Lacs and Nineteen Thousand only). The Company proposes to increase its Authorized Share Capital to Rs. 45,00,00,000/- (Rupees Forty-Five Crores only) divided into 4,50,00,000 (Four Crores and Fifty Lacs Only) Equity shares of Face value of Rs. 10/- (Rupees Ten Only).

The board of directors of the company has approved increase in authorized share capital of the company to Rs. 45,00,00,000/- (Rupees Forty-Five Crores only) divided into 4,50,00,000 (Four Crores and Fifty Lacs Only) at their meeting held on 12th March 2024.

The increase in the Authorised Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13, 61 and 64, and other applicable provisions, of the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Directors recommend the Resolution set out in the Notice for the approval of the Member.

None of Director, key managerial personnel (KMP) and their relatives, is concerned or interested in the said resolution except to the extent of their directorship and shareholding in the Company.

Registered Office:

Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk,
Ahmedabad – 380001, Gujarat, India

**By Order of the Board
For Laxmi Goldorna House Limited**

sd/-

**Jayesh Chinubhai Shah
Managing Director
DIN: 02479665**

Date: 12th March, 2024

Place: Ahmedabad, Gujarat



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road,
Manekchowk, Ahmedabad – 380001, Gujarat, India

Contact: 079 2214 9482; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

Attendance Slip for Extra-Ordinary General Meeting (To be handed over the Registration Counter)

Registered Folio/DP ID & Client ID:

No. of Shares:

Name and Address of the Shareholder (s):

Joint Holder (s)

I/We hereby record my/our presence at the Extra-Ordinary General Meeting of the Company at its Office at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India on Monday, the 08th day of April 2024 at 03:00 P.M

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy, please bring copy of notice for reference at the meeting.

Signature of the Member/Proxy / Authorised Representative



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road,
Manekchowk, Ahmedabad – 380001, Gujarat, India

Contact: 079 2214 9482; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

Form No. MGT-12
Pooling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies
(Management and Administration) Rules, 2014]

BALLOT PAPER
ASSENT/ DISSENT FORM FOR VOTING ON EGOM RESOLUTIONS

1.	Name(s) & Registered Address of the sole / first named Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No. [Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Extra-Ordinary General Meeting (EGOM) of the Company scheduled on Monday, 08th April 2024, by conveying my/ our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	Appoint M/s. J.S.SHAH & CO (FRN: 132059W) Chartered Accountants, Ahmedabad as the Statutory Auditors of the Company (Ordinary Resolution)		
2.	Increase in Authorised share capital of the company and alteration of capital clause of memorandum of association (Ordinary Resolution)		

Place:

Signature of the Member

Date:

Or

Authorised Representative



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road,
Manekchowk, Ahmedabad – 380001, Gujarat, India

Contact: 079 2214 9482; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

Proxy form Form No. MGT-11

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

Name of the Member (s):

Registered Address:

E Mail ID:

Folio No. /DP ID and Client ID:

I/We, being the member (s) of shares of the above-named Company, hereby appoint:

(1) Name: _____ Address: _____

Email Id: _____ Signature: _____

(2) Name: _____ Address: _____

Email Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Monday 8th April, 2024 at 03:00 P.M at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Special Business	
1.	Appoint M/s. J.S.SHAH & CO (FRN: 132059W) Chartered Accountants, Ahmedabad as the Statutory Auditors of the Company (Ordinary Resolution)
2.	Increase in Authorised share capital of the company and alteration of capital clause of memorandum of association (Ordinary Resolution)

Signed this _____ day of _____, 2024

Signature of Proxy Shareholders

Signature of Shareholder

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Notwithstanding the above, Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.