



LAXMI GOLDORNA HOUSE LIMITED
CIN : L36911GJ2010PLC059127

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051

Date: 04-10-2024

Dear Sir/Madam,

Subject: Notice of the 15th Annual General Meeting of the Company

Ref. No.:- Symbol: LGHL, ISIN: INE258Y01016

We hereby submit the notice of the 15th Annual General Meeting of the Company, which will be held on Monday, 28th October 2024 at the registered office of the Company situated at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India.

The Notice of the 15th Annual General Meeting is also available at the website of company at www.laxmilifestyle.co.in.

We request you to kindly take the above said information on record.

Thanking You,
For, Laxmi Goldorna House Limited

Mr. 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.laxmigold@gmail.com | laxmigroup56@gmail.com

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

Corp. Address :

811, Venus Business Atlantis, Near Prahaladnagar Road, Ahmedabad-380015.



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

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

Contact: +91 84888 09999; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

NOTICE OF 15TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th Annual General Meeting of the Members of Laxmi Goldorna House Limited will be held on Monday, 28th October 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:

Ordinary Business:

Item No. 1. To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2024 together with the Report of Board of Directors and Report of Auditors thereon

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

“RESOLVED THAT the Board’s Report with Annexure, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended March 31, 2024 and the Financial Statement as at that date together with the Independent Auditors’ Report thereon be and are hereby considered, approved and adopted.”

Item No. 2. To appoint Mr. Jayesh Chinubhai Shah [DIN: 02479665], who retires by rotation and being eligible, offers himself for re-appointment

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

“RESOLVED THAT pursuant to Section 152 of the Companies Act 2013 and other applicable provisions, Mr. Jayesh Chinubhai Shah [DIN: 02479665], who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

Item No. 3. To consider and if thought fit, approve the re-appointment of M/s. J.S.SHAH & CO (FRN: 132059W), Chartered Accountant as Statutory Auditors of the Company for a first term of five years and to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Securities and Exchange Board of India (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), consent of the members of the Company be and is hereby accorded, to appoint M/s.

J.S.SHAH & CO (FRN: 132059W), Chartered Accountant as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of 20th AGM of the Company to be held in the calendar year 2029 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Board of Directors of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

Special Business:

Item No. 4 To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (“Act”) read with applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), as amended from time to time, the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other laws and regulations, as may be applicable, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Audit Committee and the consent of the Board of Directors, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for material related party transaction for borrowing / availing loans from Mr. Jayesh Chinubhai Shah promoter of company, within the limits approved by the members pursuant to Section 180(1)(c) of the Act vide special resolution passed on 25th September 2023, in one or more tranches and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), for an aggregate amount not exceeding Rs. 1,50,00,00,000/- (Rupees one hundred and fifty crore, during the financial year 2024-25 as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said arrangement(s)/ transaction(s) shall be carried out at an arm’s length basis and in the ordinary course of business of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

Item No. 5 To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (“Act”) read with applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), as amended from time to time, the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other laws and regulations, as may be applicable, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Audit Committee and the consent of the Board of Directors, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for material related party transaction for borrowing / availing loans from Mrs. Rupalben Jayeshkumar Shah, promoter of company, within the limits approved by the members pursuant to Section 180(1)(c) of the Act vide special resolution passed on 25th September 2023, in one or more tranches and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), for an

aggregate amount not exceeding Rs. 1,50,00,00,000/- (Rupees one hundred and fifty crore, during the financial year 2024-25 as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to 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/-

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

Date: 03rd October 2024

Place: Ahmedabad, Gujarat



Notes to Annual General Meeting

1. **A member entitled to attend and vote at the Annual 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. Route-map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.
3. 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.
4. The Register of Members and the Share Transfer Book of the Company will remain closed from Tuesday, 22nd October 2024 to Monday 28th October 2024 (both days inclusive) for the purpose of Annual General Meeting.
5. Corporate member intending to send their authorised representative to attend the meeting are requested to send to the Company in advance, a duly certified copy of the Board resolution /Power of Attorney authorizing their representatives to attend and vote on their behalf of the Annual General Meeting.
6. Members, Proxies and authorized representative are request to bring their attendance slip, duly filled in, for attending the meeting. Copies of the Attendance Slips will not be distributed at the meeting. In case of joint holders attending the meeting, the members whose names appear as the first holders in the order of names as per the Register of members of the Company will be entitled to vote.
7. 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, 21st October 2024, may attend and vote at the Annual General Meeting as provided under the provisions of the Companies Act.
8. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made there under, the listed companies may send the notice of Annual General Meeting and the annual report, including financial statements, Board report, etc by electronic mode. The Company is accordingly forwarding soft copies of the notice of Annual General Meeting and Attendance Slip to all those members, who have registered e-mail ids with their respective depository participants or with the share transfer agent of the Company. For Members who have not registered their e-mail addresses, physical copies are being sent by permitted mode.
9. 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.

10. 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.
11. 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.
12. 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 Thursday, 24th October 2024 at 09:00 A.M. and ends on Sunday, 28th October, 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., Monday, 21st October 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 Monday, 21st October 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
Individual Shareholders holding securities in demat mode with NSDL.	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. 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>

2. 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.
3. Shareholders/Members can also download NSDL Mobile App ‘**NSDL Speede**’ facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

- 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
- 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
- 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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.

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 022 - 4886 7000 and 022 - 2499 7000
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 toll free no. 1800 22 55 33

B. Login Method for e-voting 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 niravshah6272@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 Mr. Sachin Kareliya 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.
13. 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, 21st October 2024.

14. The Board of Directors has appointed M/s Nirav Shah & Associates, Practicing Company Secretaries, Ahmedabad (Membership No. A39412, CP No. 27102), as a Scrutinizer to scrutinize the e-voting process (including voting through ballot form at the venue of AGM) in a fair and transparent manner.
15. 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.
16. The Results on resolutions shall be declared at or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
17. 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.
18. 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.

19. 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 Annual General Meeting for registration of email address for receiving notice/documents.

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/-

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

Date: 03rd October 2024

Place: Ahmedabad, Gujarat

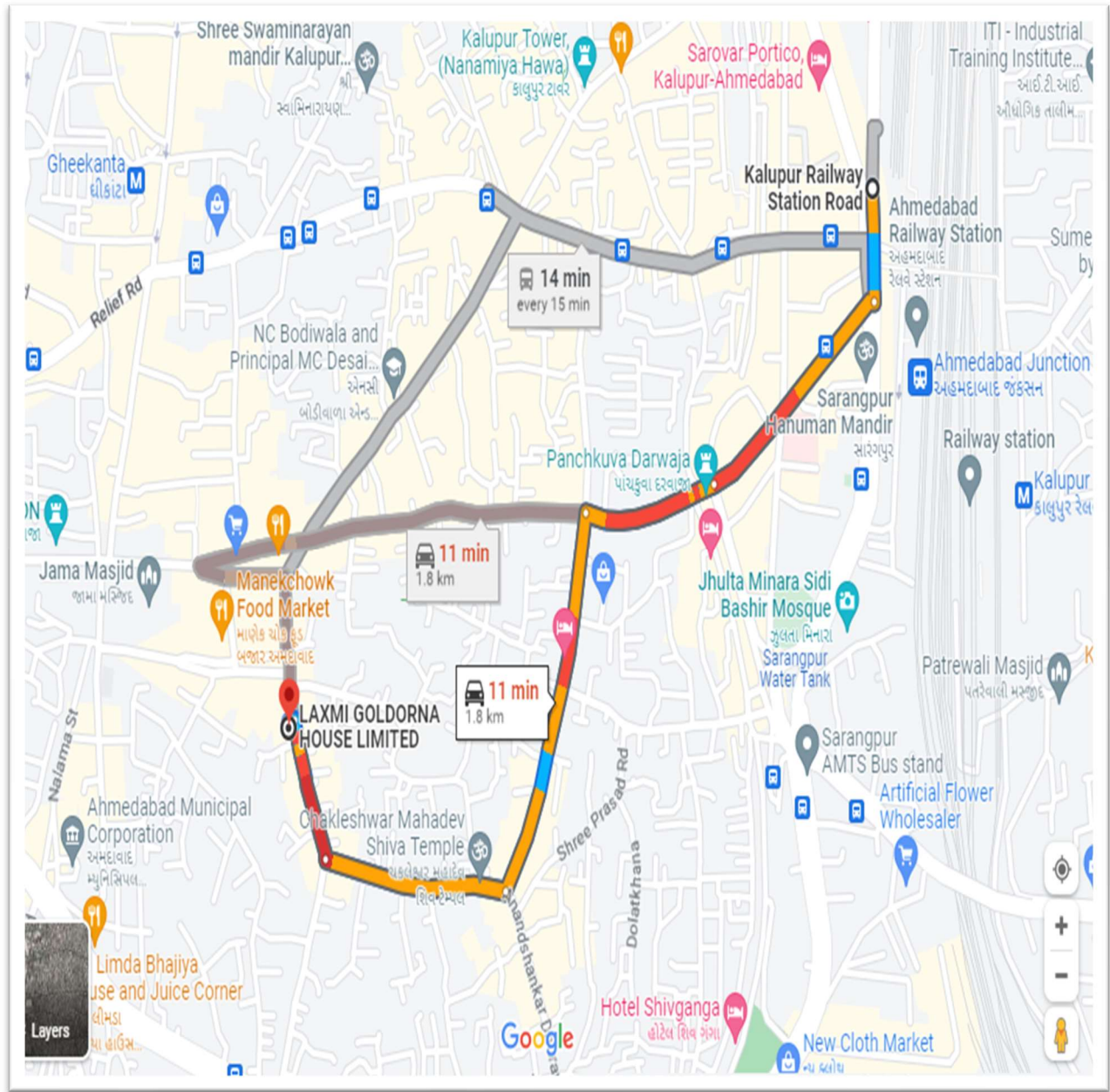
Route map

Registered office

Laxmi Goldorna House Limited

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

Contact No: +91 84888 09999
Email: cs@laxmilifestyle.co.in
Website: www.laxmilifestyle.co.in



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

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

Sd/-

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

**Date: 03rd October 2024
Place: Ahmedabad, Gujarat**

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

Item No. 2. To appoint Mr. Jayesh Chinubhai Shah [DIN: 02479665], who retires by rotation and being eligible, offers himself for re-appointment

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/ REAPPOINTMENT AS REQUIRED UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Name	Mr. Jayesh Chinubhai Shah
DIN	02479665
Date of Birth	25th July, 1975
Date of Appointment	January 07, 2010
Expertise in specific Functional Areas	Having experience in the field of Management, Administrative and Financial activity of the company.
Qualifications	Matriculation
Directors in other Companies	LAXMI INFRASPACE PRIVATE LIMITED
Membership of Committees in other unlisted Public Companies	NIL
Inter Relationship	Spouse of Mrs. Rupal J. Shah, whole time Director
Shares held in the Company as at 31st March, 2024	5115800

Item No. 3. To consider and if thought fit, approve the re-appointment of M/s. J.S.SHAH & CO (FRN: 132059W), Chartered Accountant as Statutory Auditors of the Company for a first term of five years and to pass with or without modification(s), the following resolution as an Ordinary Resolution:

Based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 12th March 2024 had approved the appointment M/s. J.S. SHAH & CO, Chartered Accountants (FRN. 132059W) as Statutory Auditors of the Company to fill the casual vacancy caused by resignation of M/S. BHAGAT & CO, Chartered Accountants, the erstwhile statutory auditors of the Company. Pursuant to Section 139(8) of the Act, the members have approved appointment of M/s. J.S. SHAH & CO, Chartered Accountants (FRN. 132059W) as statutory auditors of the company, at Extra-ordinary General Meeting held on 08th April 2024, to hold office till the conclusion of 15th Annual General Meeting of the company, to be held in year 2024.

M/s. J.S. SHAH & CO, Chartered Accountants (FRN. 132059W), being eligible under section 139(1), 141(3) 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 re-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) – Statutory Auditors is Rs. 1.10 lakhs for FY 2024-25. 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.

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 20th Annual General Meeting of the Company to be held in 2029.

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

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the shareholders.

Item No. 4

To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2024-25, the Company propose to avail borrowings / loans from Mr. Jayesh Chinubhai Shah, promoter of the as mentioned in the Annexure to the Notice, on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

Considering the funding requirements for its operations, capital expenditure and expansions in the future, the approval of the members is being sought for the proposal of availing borrowings / loans from Mr. Jayesh Chinubhai Shah, Promoter of the company amounting to Rs. 1,50,00,00,000/- (One hundred and fifty crore only), notwithstanding that such borrowings availed or to be availed individually or taken together with previous borrowings availed by the Company from any one or more promoter companies during any financial year exceeds ten percent or such other limit as may be specified under the SEBI Listing Regulations or any amendment thereof, of the annual consolidated turnover of the Company as per

the last audited financial statements of the Company preceding the respective financial year in which such borrowings is availed by the Company, by way of resolution as stated in Item No. 4 of this Notice.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business and are in accordance with the Related Party Policy of the Company.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve the said resolutions.

Mr. Jayesh Chinubhai Shah and Mrs. Rupalben Jayeshkumar Shah are deemed to be concerned or interested in these resolutions. None of the other Directors, Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested, financially or otherwise, in the proposed resolution, as set out in Item no. 4 of this Notice.

The details as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are given annexure to this Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the shareholders.

Item No. 5

To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2024-25, the Company propose to avail borrowings / loans from Mrs. Rupalben Jayeshkumar Shah, promoter of the as mentioned in the Annexure to the Notice, on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

Considering the funding requirements for its operations, capital expenditure and expansions in the future, the approval of the members is being sought for the proposal of availing borrowings / loans from Mrs. Rupalben Jayeshkumar Shah, Promoter of the company amounting to Rs. 1,50,00,00,000/- (One hundred and fifty crore only), notwithstanding that such borrowings availed or to be availed individually or taken together with previous borrowings availed by the Company from any one or more promoter companies during any financial year exceeds ten percent or such other limit as may be specified under the SEBI Listing Regulations or any amendment thereof, of the annual consolidated turnover of the Company as per

the last audited financial statements of the Company preceding the respective financial year in which such borrowings is availed by the Company, by way of resolution as stated in Item No. 5 of this Notice.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business and are in accordance with the Related Party Policy of the Company.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve the said resolutions.

Mr. Jayesh Chinubhai Shah and Mrs. Rupalben Jayeshkumar Shah are deemed to be concerned or interested in these resolutions. None of the other Directors, Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested, financially or otherwise, in the proposed resolution, as set out in Item no. 5 of this Notice.

The details as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are given annexure to this Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the shareholders.

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/-

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

Date: 03rd October 2024

Place: Ahmedabad, Gujarat

Annexure to Notice

Name of the Related Party	Type of transaction	Material terms and particulars of the proposed transaction	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Tenure of the Proposed transaction	Value of the proposed transaction (not to exceed)	Value of RPT as % of Company's audited consolidated annual turnover of 20207.65 Lacs for the financial year 2023-24.
Mr. Jayesh Chinubhai Shah	Availing Borrowing / Loan	Material terms and conditions are based on the contracts which inter alia include	Mr. Jayesh Chinubhai Shah is Managing Director and Promoter of our company.	During the financial year 2024-25.	Rs. 150 Crore	74.23%
Mrs. Rupalben Jayeshkumar Shah	Availing Borrowing / Loan	the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract(s).	Mrs. Rupalben Jayeshkumar Shah is Whole-time Director and Promoter of our company.	During the financial year 2024-25.	Rs. 150 Crore	74.23%
Name of the Related Party	If the transaction relates to any loans, inter – corporate deposits, advances or investments made or given by the listed entity or its subsidiary:					
	Details of financial indebtedness Incurred	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction			
Mr. Jayesh Chinubhai Shah	NA	NA	NA	NA		
Mrs. Rupalben Jayeshkumar Shah	NA	NA	NA	NA		

Name of the Related Party	Justification as to why the RPT is in the interest of the Company.	Copy of the valuation or other external party report, if any such report has been relied upon.	Any other information relevant or important for the members to take a decision on the proposed transaction.
Mr. Jayesh Chinubhai Shah	Considering the funding requirements for its operations, capital expenditure and expansions in the future.	NA	None
Mrs. Rupalben Jayeshkumar Shah	Considering the funding requirements for its operations, capital expenditure and expansions in the future.	NA	None



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

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

Contact: +91 84888 09999; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

Attendance Slip for Annual 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 Annual General Meeting of the Company at its registered office situated at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India on Monday, 28th October 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: +91 84888 09999; **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 Annual General Meeting (AGM) of the Company scheduled on Monday, 28th October 2024, by conveying my/ our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2024 together with the Report of Board of Directors and Report of Auditors thereon (Ordinary Resolution)		
2.	To appoint Mr. Jayesh Chinubhai Sah [DIN: 02479665], who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)		
3.	To consider and if thought fit, approve the re-appointment of M/s. J.S.SHAH & CO (FRN: 132059W), Chartered Accountant as Statutory Auditors of the Company for a first term of five years and to pass with or without modification(s), the following resolution as an Ordinary Resolution:		

Special Business:			
4.	To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:		
5.	To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an 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: +91 84888 09999; **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 Annual General Meeting of the Company, to be held on Monday, 28th October 2024 at 03:00 P.M at Registered Office of the Company situated 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:

Ordinary Business:

1.	To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2024 together with the Report of Board of Directors and Report of Auditors thereon (Ordinary Resolution)
2.	To appoint Mr. Jayesh Chinubhai Shah [DIN: 02479662], who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)

3.	To consider and if thought fit, approve the re-appointment of M/s. J.S.SHAH & CO (FRN: 132059W), Chartered Accountant as Statutory Auditors of the Company for a first term of five years and to pass with or without modification(s), the following resolution as an Ordinary Resolution:
Special Business:	
4.	To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
5.	To consider and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-25 and to pass, with or without modification(s), the following resolution as an 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.