

BY HAND

NOTICE

Notice is hereby given that 6th Annual General Meeting of the Members of **P.P. JEWELLERS RETAIL PRIVATE LIMITED** (hereinafter referred to as "**the Company**") will be held on Tuesday, the 30th day of November, 2021 at the Registered Office of the Company at 2700, Desh Bandhu Gupta Road, Karol Bagh, New Delhi - 110 005 at 3:00 P.M. to transact the following business(s):-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2021 together with the Auditor's Report and Directors' Report thereon;
2. To consider and approve the appointment of M/s Arun K Agarwal & Associates, Chartered Accountants {Firm Registration No. 003917N} as the Statutory Auditors of the Company for a period of 5 (Five) Financial Years commencing from the Financial Year 2021-22 till the Financial Year 2025-26 by passing the following resolution as an **ORDINARY RESOLUTION** with or without modification.

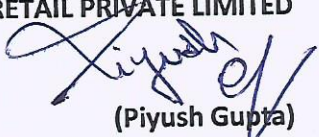
"**RESOLVED THAT** pursuant to the provision of Section 139 read with Section 141 of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof), M/s Arun K Agarwal & Associates, Chartered Accountants, having Firm Registration No. 003917N be and are hereby appointed as the Statutory Auditors of the Company for a further period of five Financial Years commencing from the conclusion of 6th Annual General Meeting till the conclusion of 11th Annual General Meeting of the Company i.e., for the Financial Year 2021-22 up to the Financial Year 2025-26, at such remuneration for each of the Financial Year(s) as may be decided by any one of the Directors of the Company in consultation with the Statutory Auditors of the Company."

SPECIAL BUSINESS:

3. To consider and approve the appointment of Mrs. Renu Gupta as a Director of the Company by passing the following resolution as an **ORDINARY RESOLUTION** with or without modification(s):

"**RESOLVED THAT** in terms of Section 152 of The Companies Act, 2013 Mrs. Renu Gupta {DIN: 01390329} who was appointed as an Additional Director of the Company by the Board of Directors at their Meeting dated 25th June, 2021 with effect from 25th June, 2021 and who is entitled to hold office as an Additional Director of the Company till the conclusion of the 6th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (hereinafter referred to as "**the Act**"), and being eligible is hereby appointed as a Director of the Company and she shall not be liable to retire by rotation."

For and on behalf of the Board of Directors
P.P. JEWELLERS RETAIL PRIVATE LIMITED


(Piyush Gupta)

Managing Director
DIN: 07178221

Address: C-19, Rana Pratap Bagh,
Delhi – 110 007

Date: 21.11.2021
Place: New Delhi

NOTES:-

1.1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR ONE OR MORE PROXIES (WHERE ALLOWED) TO ATTEND AND VOTE ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY MAY BE SENT IN FORM NO. MGT - 11 AS ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

1.2. A Member holding more than 10% of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

1.3. The Members shall have the right to inspect proxies as lodged with the Company in accordance with the provisions of Section 105(8) of the Companies Act, 2013 for the ensuing Annual General Meeting and the provisions of Section 105(8) are reproduced herein below.

"(8) EVERY MEMBER ENTITLED TO VOTE AT A MEETING OF THE COMPANY, OR ON ANY RESOLUTION TO BE MOVED THERE AT, SHALL BE ENTITLED DURING THE PERIOD BEGINNING TWENTY-FOUR HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING AND ENDING WITH THE CONCLUSION OF THE MEETING, TO INSPECT THE PROXIES LODGED, AT ANY TIME DURING THE BUSINESS HOURS OF THE COMPANY, PROVIDED NOT LESS THAN THREE DAYS' NOTICE IN WRITING OF THE INTENTION SO TO INSPECT IS GIVEN TO THE COMPANY."

2. Members /Proxies should fill the Attendance Slip/ Attendance Register for attending the Meeting.

3. The Article No. 42(I)(iii) of the Articles of Association allows the Company to convene it's General Meeting(s) by issuing a 7 days' Notice and the relevant extract of Article No. 42(I)(iii) is reproduced herein below for ready reference:-

The General Meeting(s) may be convened in accordance with the provisions of Section 101 of the Companies Act, 2013 with due notice of 7 days or shorter notice and the said notice shall be circulated to all concerned including every Director as well as the Statutory Auditors of the Company either:-

- (a) *Through physical mode by hand or by way of registered post or speed post; OR*
- (b) *Through electronic mode as prescribed under the Companies (Management and Administration) Rules, 2014.*

4. 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.

5. The Company is not required to provide statement under Section 102 of The Companies Act, 2013, pursuant to the Article No. 41 (I) (vi) and the extract of the same is reproduced herein below for ready reference:

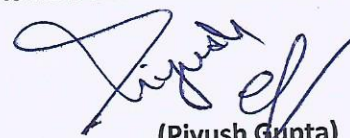
"The Company being a Private Limited Company shall not be required to circulate any explanatory statement along with notice of its General Meeting, wherein any special business is proposed to be dealt with."

6. In view of the second wave of Covid-19 pandemic and consequent lockdowns, the Ministry of Corporate Affairs ("MCA") and Registrar of Companies, NCT of Delhi and Haryana vide their respective Orders dated September 23, 2021 permitted the extension of Annual General Meeting ("AGM") upto a period of two months beyond the due date of AGM by which the companies are required to conduct their AGMs for the Financial Year 2020-21 ending on 31st March, 2021 without seeking extension by filing Form No. GNL-1 to the Registrar of Companies. Copies of the said orders will be provided with notice of AGM for perusal of Members.

7. The Statutory Registers of the Company, namely Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be available for inspection at the Registered Office of the Company from 21st November, 2022 till 30th November, 2021 from 10.00 A.M. till 04.00 P.M. and at the venue of the ensuing Annual General Meeting scheduled to be held on 30th November, 2021 from 10:00 A.M. till the conclusion of the Meeting and the brief profile of Mrs. Renu Gupta shall be available for inspection at the venue of the ensuing Annual General Meeting scheduled to be held on 30th November, 2021 from 10:00 A.M. till the conclusion of the Meeting.

8. The Registered Office of the Company is located near Krishna Express Cargo Service, which is a major landmark.
9. The route map to the venue of the Meeting is enclosed herewith and forms an integral part of the notice and is a prominent location near the venue of the Meeting.

For and on behalf of Board of Directors
P.P. JEWELLERS RETAIL PRIVATE LIMITED



(Piyush Gupta)

Managing Director

DIN: 07178221

Address: C-19, Rana Pratap Bagh,
Delhi – 110 007

Date: 21.11.2021

Place: New Delhi

P.P. JEWELLERS RETAIL PRIVATE LIMITED

ATTENDANCE SLIP

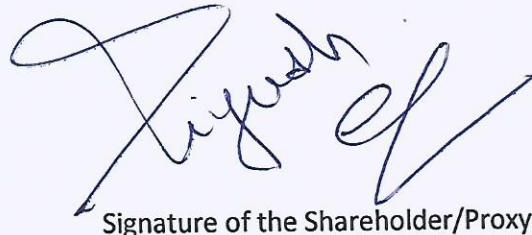
Members are requested to present this form for admission at the Entrance of the Meeting Hall, duly signed in accordance with their specimen signatures registered with the Company.

Regd. Folio No.		No. of Shares	
Name of the Shareholder			
Address of the Shareholder			

I hereby record my presence at 6th Annual General Meeting of the Members of **P.P. JEWELLERS RETAIL PRIVATE LIMITED** held on Tuesday, the 30th day of November, 2021 at the Registered Office of the Company at 2700, Desh Bandhu Gupta Road, Karol Bagh, New Delhi – 110 005 at 3:00 P.M.

Please (v) in the box

MEMBER ☐ PROXY ☐



Signature of the Shareholder/Proxy

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: U74994DL2015PTC283003
Name of the company: P.P. JEWELLERS RETAIL PRIVATE LIMITED
Registered office: 2700, Desh Bandhu Gupta Road, Karol Bagh, Central Delhi - 110005
New Delhi

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

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

1. Name:
Address:
E-mail Id:
Signature: or failing him
2. Name:
Address:
E-mail Id:
Signature: or failing him
3. Name:
Address:
E-mail Id:
Signature: or failing him

as my/our proxy to attend and vote for me/us and on my/our behalf at the 6th Annual General Meeting/~~Extraordinary General Meeting~~ of the Company, to be held on Tuesday, the 30th day of November, 2021, at 2700, Desh Bandhu Gupta Road, Karol Bagh, Central Delhi - 110005 New Delhi at 3:00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No(s):

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 including the Auditor's and Directors' Report thereon;
2. To consider and approve the re-appointment of M/s Arun K Agarwal & Associates, Chartered Accountants {Firm Registration No. 003917N} as the Statutory Auditors of the Company for a period of 5 (Five) years commencing from the Financial Year 2021-22 till the Financial Year 2025-26.
3. To consider and approve the appointment of Mrs. Renu Gupta as Director of the Company;

Signed this..... day of..... 2021

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp of
Rs.1/-

Note: 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.

Route Map for the venue of the 6th Annual General Meeting of P.P. Jewellers Retail Private Limited to be held on Tuesday, the 30th day of November, 2021 at the Registered Office of the Company at 2700, Desh Bandhu Gupta Road, Karol Bagh, New Delhi - 110 005 at 3:00 P.M.

