



P.P. Jewellers

2700, Desh Bandhu Gupta Road, Karol Bagh, Delhi-110005
Tel. : 011-26758864, email-nehajaiswal@ppj.co.in
Cin. U74994DL2015PTC283003

BY HAND

NOTICE

Notice is hereby given that 3rd Annual General Meeting of the Members of **P.P. JEWELLERS RETAIL PRIVATE LIMITED** will be held on Saturday, the 29th day of September, 2018 at the Registered Office of the Company at 2700, Desh Bandhu Gupta Road, Karol Bagh, New Delhi - 110 005 at 11:00 A.M. to transact the following business(s):

ORDINARY BUSINESS:

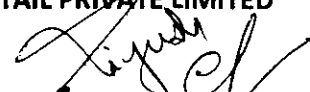
1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018 INCLUDING THE AUDITOR'S REPORT AND DIRECTORS' REPORT THEREON;**

SPECIAL BUSINESS:

2. **APPOINTMENT OF MRS. SHILPI SARAF AS REGULAR 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. Shilpi Saraf {DIN: 07591530} who was appointed as an Additional Director of the Company by the Board of Directors at their Meeting dated 1st January, 2018 and who is entitled to hold office as on Additional Director of the Company till the conclusion of the 3rd 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 Director of the Company and she shall not be liable to retire by rotation."

By order of Board of Directors
For **P.P. JEWELLERS RETAIL PRIVATE LIMITED**



(Piyush Gupta)

Whole Time Director
DIN: 07178221

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

Date: 05.09.2018
Place: New Delhi

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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.
- 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. A PROXY SHALL BE SENT IN FORM NO. MGT-11 AS ENCLOSED HERewith AND IN ORDER TO BE EFFECTIVE THE PROXY FORM MUST REACH AT THE REGISTERED OFFICE OF COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.
- 1.4. 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 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."

- (1) Members should fill the Attendance Slip/ Register for attending the Meeting.
- (2) The Article No. 42(I)(iii) of the Articles of Association allows the Company to convene its 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.

- (3) The Members at their Annual General Meeting held on 30th September, 2016 has appointed M/s. Arun K. Agarwal & Associates, Chartered Accountants (Firm Registration No. 003917N) as the Statutory Auditor of the Company for a period of five Financial Years i.e. from the Financial Year 2016-17 up to the Financial Year 2020-21 and the same was subject to

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ratification by the Members in each of the Annual General Meeting during the intervening period of Five Years.

Further, the requirement to place the matter relating to appointment of Statutory Auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of Statutory Auditors at the present Annual General Meeting for 2017-18.

- (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) 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 6th September, 2018 till 28th September, 2018 from 10.00 A.M. till 02.00 P.M. and at the venue of the ensuing Annual General Meeting scheduled to be held on 29th September, 2018 from 9:30 A.M. till the conclusion of the Meeting.
- (7) The Registered Office of the Company is located near Krishna Express Cargo Service, which is a major landmark.
- (8) 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.

By order of Board of Directors
For P.P. JEWELLERS RETAIL PRIVATE LIMITED

(Piyush Gupta)

Whole Time Director

DIN: 07178221

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

Date: 05.09.2018
Place: New Delhi

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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	
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Name of the Shareholder	
Address of the Shareholder	

I hereby record my presence at 3rd Annual General Meeting of the Members of **P.P. JEWELLERS RETAIL PRIVATE LIMITED** held on Saturday, the 29th day of September, 2018 at the Registered Office of the Company at 2700, Desh Bandhu Gupta Road, Karol Bagh, New Delhi – 110 005 at 11:00 A.M.

Please (v) in the box

MEMBER ☐ PROXY ☐

Signature of the Shareholder/Proxy

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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 3rd Annual General Meeting/ ~~Extraordinary General Meeting~~ of the Company, to be held on Saturday, the 29th day of September, 2018, at 2700, Desh Bandhu Gupta Road, Karol Bagh, Central Delhi - 110005 New Delhi at 11:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2018 including the Auditor's Report and Directors' Report thereon;
2. Appointment of Mrs. Shilpi Saraf as regular Director of the Company by passing the following resolution as an Ordinary Resolution with or without modification(s):

Signed this..... day of..... 2018

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.

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