

July 15, 2024

<b>BSE Limited</b> Scrip Code: <b>543401</b>	<b>National Stock Exchange of India Ltd.</b> Trading Symbol: <b>GOCOLORS</b>
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Dear Sir / Madam,

**Sub: Notice and Date of Annual General Meeting**

This is to inform you that the 14<sup>th</sup> Annual General Meeting of the Company will be held on Wednesday, 07<sup>th</sup> August, 2024 through Video Conferencing (VC) / Other Audio Visual Means (OAVM), at 10:30 am. A copy of the Notice of the 14<sup>th</sup> Annual General Meeting is enclosed.

Further, we wish to intimate that in terms of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company shall provide to its members the facility to exercise their votes electronically for transacting the items of business as set out in the Notice convening the ensuing Annual General Meeting of the Company.

For the aforesaid purpose, the company has fixed Wednesday, 31<sup>st</sup> July, 2024, as the cut-off date to determine the entitlement of voting rights of members for e-voting.

The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting through their e-voting platform.

In compliance with MCA Circular dated 25<sup>th</sup> September, 2023 read with Circulars dated 28<sup>th</sup> December, 2022, 5<sup>th</sup> May, 2022, 13<sup>th</sup> January, 2021, 5<sup>th</sup> May, 2020, 13<sup>th</sup> April, 2020, 08<sup>th</sup> April, 2020 and SEBI Circular dated 07<sup>th</sup> October, 2023 and 5<sup>th</sup> January, 2023, the notice of the AGM along with the Annual Report 2023-24 has been sent to the shareholders through electronic mode on 15<sup>th</sup> July 2024 to those members whose e-mail addresses are registered with the Company/Depositories.

Kindly take the same on record.

Thanking You,  
For **Go Fashion (India) Limited**

**Gayathri Venkatesan**  
**Company Secretary & Compliance Officer**



## Notice of the 14<sup>th</sup> Annual General Meeting

**NOTICE** is hereby given that the 14<sup>th</sup> Annual General Meeting (the "AGM") of the Members of Go Fashion (India) Limited (the "Company") will be held on Wednesday, August 07, 2024 at 10.30 hrs IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS:

#### 1. Adoption of Financial Statements

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors' thereon.

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, the Report of the Auditors' and the Board of Directors thereon be and are hereby considered, approved and adopted."

#### 2. Re-Appointment of Mr. Gautam Saraogi (DIN:03209296) as a Director liable to retire by rotation

To appoint a Director in place of Mr. Gautam Saraogi (DIN:03209296) who retires by rotation and being eligible offers himself for re-appointment.

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Gautam Saraogi (DIN:03209296), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

#### 3. Appointment of M/s. Price Waterhouse Chartered Accountants LLP as Statutory Auditor of the Company

To consider and if thought fit, to pass the following resolution as **Ordinary Resolution**:

**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules,

2014 (including statutory modification(s) or re-enactment(s) thereof, for the time being in force), and as per the recommendation of the Audit Committee and the Board of Directors of the Company, **M/s. Price Waterhouse Chartered Accountants LLP**, Chartered Accountants (Firm Registration No: 012754N/N500016) be and is hereby appointed as Statutory Auditors of the Company, in the place of the retiring Statutory Auditors, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (117366W/W-100018), to hold the office for a term of five years from the conclusion of 14<sup>th</sup> Annual General Meeting till the conclusion of 19<sup>th</sup> Annual General Meeting of the Company to be held in the year 2029, at such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

**RESOLVED FURTHER THAT** any of the Directors and/or the Key Managerial Personnel of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

### SPECIAL BUSINESS:

#### 4. Payment of remuneration by way of Independent Director Fees to Mr. Srinivasan Sridhar (DIN:00004272), Non-Executive Independent Director for the Financial Year 2024-25, above fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company

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

## Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

"**RESOLVED THAT** pursuant to Regulation 17(6)(ca) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the members of the Company, be and is hereby accorded for payment of remuneration of ₹ 18,00,000 (Rupees Eighteen Lakhs Only) for the financial year 2024-25, by way of Independent Director Fees to Mr. Srinivasan Sridhar, (DIN:00004272), who is a Non-Executive Independent Director in receipt of remuneration in excess of fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the said financial year.

**RESOLVED FURTHER THAT** Mr. Gautam Saraogi, Executive Director & Chief Executive Officer and Ms. V. Gayathri, Company Secretary be and are hereby severally authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to the above resolution."

By order of the Board  
For **Go Fashion (India) Limited**

**V. Gayathri**  
**Company Secretary & Compliance Officer**  
Membership No. A25942

**Registered Office:**  
No.18, Nungambakkam High Road,  
Chennai - 600034

Date: June 28, 2024  
Place: Chennai

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")****ITEM NO.3**

The term of the current statutory auditors of the Company, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants is set to expire at the conclusion of this Annual General Meeting (AGM). As per the provisions of Section 139 of the Companies Act, 2013, and the rules made thereunder, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants have completed their term and are not eligible for reappointment.

The Board of Directors, based on the recommendation of the Audit Committee, proposes the appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants (Firm Registration No. 012754N/N500016), as the statutory auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the 19<sup>th</sup> Annual General Meeting of the Company to be held in 2029.

The details required to be disclosed under provisions of Regulation 36(5) of the Listing Regulations are as under:

**A. Proposed fees payable to the Statutory Auditors:** The remuneration proposed to be paid to the Statutory Auditors shall be commensurate with the services to be rendered by them during the said Tenure. Presently, the annual fee is proposed at ₹ 45,00,000 (Rupees Forty Five Lakhs Only) excluding taxes and out of pocket expenses. However, the Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of the appointment, including remuneration, in such manner and to such extent as may be mutually agreed between the firm and the Board of Directors of the Company.

**B. Terms of Appointment:** Appointment as Statutory Auditors of the Company for 5 years from the conclusion of the 14<sup>th</sup> Annual General Meeting till the conclusion of 19<sup>th</sup> Annual General Meeting of the Company.

**C. In case of a new auditor, any material change in the fees payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:** There is no material change in the remuneration paid to M/s. Deloitte Haskins and Sells LLP, the retiring Statutory Auditors, for the statutory audit conducted for the year ended March 31, 2024 and the remuneration proposed to be paid to M/s. Price Waterhouse Chartered Accountants LLP for the year ending March 31, 2025.

**D. Basis of recommendation for appointment:** The Committee considered various parameters like Market standing of the firm, clientele served, technical knowledge, governance & competitiveness etc capability to serve complex business landscape as that of the Company, requisite expertise, experience and professionalism and found M/s. Price Waterhouse Chartered Accountants LLP to be best suited.

**E. Credentials of the Statutory Auditors proposed to be appointed:**

Price Waterhouse Chartered Accountants LLP, ("the Firm") having a Firm Registration No. 012754N/N500016, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Firm was established in the year 1991 and was converted into a limited liability partnership in the year 2014. The registered office of the Firm is at Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi - 110 002 and has nine branch offices in various cities in India.

The Firm is primarily engaged in providing auditing and other assurance services to its clients and is a member firm of Price Waterhouse & Affiliates, a network of firms registered with the Institute of Chartered Accountants of India having Network Registration No. NRN/E/14.

Price Waterhouse & Affiliates is a network of separate, distinct and independent Indian

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

Chartered Accountant firms, each of which is registered with the Institute of Chartered Accountants of India.

The Firm has given their consent to act as the Statutory Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

The Board recommends passing of this Ordinary Resolution as set out at Item No. 3 of this Notice for your approval. None of the Directors and Key Managerial Personnel and their relatives of the Company are concerned or interested in the said resolution.

**ITEM NO.4**

**Payment of remuneration by way of Independent Director Fees to Mr. Srinivasan Sridhar, Non-Executive Independent Director for the financial year 2024-25, above fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company**

Pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 every listed entity is required to obtain approval of Members of the Company every year by way of Special Resolution for payment of remuneration to Non - Executive Director which is in excess of 50% of the total remuneration payable to all Non - Executive Directors of the

Company during a year. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee has fixed the remuneration payable to Mr. Srinivasan Sridhar for the financial year 2024-25 at ₹ 18,00,000 (Rupees Eighteen Lakhs Only), which exceeds 50% of the total annual remuneration payable to all the Non-Executive Directors.

Mr. Srinivasan Sridhar has provided invaluable contributions to the Company through his extensive experience in finance, corporate governance, and strategic planning. His leadership in key committees such as the Audit Committee and the Risk Management Committee has been critical to the Company's governance and operational success. It is important to note that Mr. Srinivasan Sridhar has not taken any increase in his remuneration for the past two years and the remuneration remains the same for current year also. The proposed remuneration aligns with industry standards.

The details of remuneration of Mr. Srinivasan Sridhar for the financial year 2024-25, is given under the Corporate Governance Report forming part of the Annual Report. Mr. Srinivasan Sridhar holds NIL shares in the Company.

The Board recommends the Resolution as set out under business item no. 4 in the notice of this meeting for approval of the Members by means of a Special Resolution.

Except Mr. Srinivasan Sridhar, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

ANNEXURE A

**Details of Director seeking appointment/ re-appointment in the Annual General Meeting**

(In pursuance of Secretarial Standards on General Meetings [SS-2] and Regulation 36 of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015)

Name of the Director	Mr. Gautam Saraogi
Director Identification Number	03209296
Category	Executive Director
Date of Birth	October 24, 1988
Age	35 years
Nationality	Indian
Date of First Appointment on the Board	September 09, 2010
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Rahul Saraogi - Cousin Prakash Kumar Saraogi - Father
Brief Resume of the Director	Mr. Gautam Saraogi is the Co-founder and CEO at Go Fashion (India) Limited. He has over 13 years of experience in consumer retail, marketing, brand building and garment manufacturing. Mr. Gautam completed his Bachelor's of Commerce from Loyola College, Chennai. He started his career with his family business of garment export, which had given him a deep insight of garment manufacturing.  He brings with him end to end experience of the apparel category. He has played a key and vital role in increasing the footprint and visibility of the Brand 'Go Colors' at Pan India level.  Mr. Gautam has not only given direction but has also helped sharpen the strategy implemented in the Company.  He has won several awards on behalf of the Company, including the "Emerging retail company award" by the Ministry of Textiles presented by our Honourable Minister of Textiles Ms. Smriti Irani.
Expertise in specific functional area	Around 13 years of experience in finance and corporate advisory.
Board Membership of other listed companies as on March 31, 2024	NIL
List of Directorships held in other Companies (excluding Foreign, Private Companies and Section 8 Companies)	NIL
List of Membership / Chairmanship of Committees across other Public Companies	NIL
Membership of Committees of Go Fashion (India) Limited	<ul style="list-style-type: none"> <li>• Corporate Social Responsibility Committee (Chairman)</li> <li>• Stakeholders Relationship Committee (Member)</li> <li>• Risk Management Committee (Chairman)</li> <li>• Audit Committee (Member)</li> </ul>

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

Remuneration last drawn	₹ 90,00,000 (Rupees Ninety Lakhs only)
Number of Shares held in the Company (both in individual capacity or held by/for other persons on a beneficial basis) as on March 31, 2024.	1,42,54,264 equity shares
Terms and Condition for appointment and re-appointment	As per Nomination, Remuneration and Board Diversity policy of the Company mentioned in the Company's website at <a href="https://cdn.shopify.com/s/files/1/0598/8158/6848/files/POLICY_ON_NOMINATION_REMUNERATION_AND_BOARD_DIVERSITY_b59a9f7f-cd5f-495e-9660-cbb14a882ed1.pdf?v=1657891554">https://cdn.shopify.com/s/files/1/0598/8158/6848/files/POLICY_ON_NOMINATION_REMUNERATION_AND_BOARD_DIVERSITY_b59a9f7f-cd5f-495e-9660-cbb14a882ed1.pdf?v=1657891554</a>
Details of Board Meetings attended/held by the director during the year	4/4

NOTES:

- Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 and all other relevant circulars issued from time to time (hereinafter referred to as "Circulars"), physical attendance of the Members to the Annual General Meeting (AGM) is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only. The deemed venue for the AGM will be Registered Office of the Company.
- AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with Circulars issued by the Ministry of Corporate Affairs and Circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 issued by SEBI.
- Pursuant to the aforesaid circulars issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Accordingly, the proxy form and attendance slip are not attached to this notice and the resultant requirement for submission of proxy forms does not arise.
- The Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. For this purpose, the corporate members are requested to send resolution/ authorisation authorising their representatives to attend the AGM through VC and vote on its behalf to the following e-mail address: [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com) with a copy marked to [cssrinidhi.sridharan@gmail.com](mailto:cssrinidhi.sridharan@gmail.com).
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the

## Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-voting system as well as electronic voting on the date of the AGM will be provided by NSDL.

8. The notice calling the AGM and the Annual Report for the Financial Year 2023-24 has been uploaded on the website of the Company at [www.gocolors.com](http://www.gocolors.com). The Notice and the Annual Report can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM notice is also available on the website of NSDL (agency for providing the Remote e-voting facility i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
9. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and the Share Transfer Register of the Company will remain closed from Thursday, August 01, 2024 to Wednesday, August 07, 2024 (both days inclusive).
10. Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts and Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection by the members in electronic mode. Members can send an e-mail to [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com) requesting for inspection of the Registers.
11. In compliance with the aforesaid MCA circulars and SEBI Circulars dated January 05, 2023, Notice of the AGM along with the Annual

Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories unless any member has requested for a hard copy of the same. The Notice and the Annual Report of the Company is uploaded on the Company's website at <https://investor.gocolors.com/annual-reports/2023-24>

12. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Wednesday, July 31, 2024 only shall be entitled to avail the remote e-voting facility as well as electronic voting in the AGM.
13. Any person who becomes a member of the Company after dispatch of the notice of the Meeting and holding shares as on the cut-off date i.e. Wednesday, July 31, 2024 ("Incremental Members") may obtain the User ID and Password by either sending an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or calling at 022-48867000 and 022-24997000. If the member is already registered with NSDL e-voting platform, then he can use his existing User ID and password for casting the vote through remote e-voting.
14. Trading in the shares of the Company can be done in dematerialised form only. Dematerialisation would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate. Hence, we request all those members who have still not dematerialised their shares to get their shares dematerialised at the earliest. Pursuant to SEBI LODR Amendments, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form and the transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form.
15. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's Registrar & Transfer Agents. The

## Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

nomination forms can be downloaded from [https://cdn.shopify.com/s/files/1/0598/8158/6848/files/Communication\\_to\\_Shareholders\\_faeb76f2-6527-4ad7-9b37-75fd530ba287.pdf?v=1655728869](https://cdn.shopify.com/s/files/1/0598/8158/6848/files/Communication_to_Shareholders_faeb76f2-6527-4ad7-9b37-75fd530ba287.pdf?v=1655728869). In respect of shares held in Electronic / Demat form, the nomination form may be filed with the respective Depository Participant.

16. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE\_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://gocolors.com/pages/online-resolution-of-disputes-in-the-indian-securities-market>
17. As required in terms of SEBI (LODR) Regulations, 2015, the information (including profile and expertise in specific functional areas) pertaining to director recommended for appointment / reappointment in the AGM is appended to this notice.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their DPs with whom they are maintaining their Demat accounts and members holding shares in physical form to the Company / Registrar & Transfer Agents.

19. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Company / Depository Participant(s) for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
20. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Saturday, August 03, 2024 at 9:00 A.M. and ends on Tuesday, August 06, 2024 at 5:00 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. Wednesday, July 31, 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 Wednesday, July 31, 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 and joining virtual meetings for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 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.

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

Login method for Individual shareholder sholding securities in demat mode is given below:

Types of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 or joining virtual meeting &amp; voting during the meeting</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience</li> </ol> <p><b>NSDL Mobile App is available on</b></p> <p> </p> <div style="display: flex; justify-content: space-around;">   </div>

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

Types of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL.	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System My easi Tab and then user your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 or joining virtual meeting &amp; voting during the meeting. 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System My easi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual shareholders (holding securities in demat mode) login through their depository participants	You can also login using 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 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 above mentioned 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 log in can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

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- A) Login method for e-Voting and joining virtual meetings 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 mail box. 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](http://www.evoting.nsdl.com)

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- (b) “Physical User Reset Password?”(If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.

**Step2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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 authorised signatory(ies) who are authorised to vote, by e-mail to [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com) with a copy marked to [cssrinidhi.sridharan@gmail.com](mailto:cssrinidhi.sridharan@gmail.com). 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](http://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](http://www.evoting.nsdl.com) or call on 022-4886 7000 and 022-2499 7000 or send a request to Ms. Prajakta, Assistant Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)



Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)**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:**

- 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 [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com).
- 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) [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com). If you are an individual shareholder 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.
- Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 09, 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 to access e-voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -**

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for **Access to NSDL e-voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

Notice of the 14<sup>th</sup> Annual General Meeting (Contd.)

- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in the irrespective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views / have questions may send their questions in advance atleast 3 days prior to the meeting (by 2.00 p.m. on Sunday, August 04, 2024), mentioning their name, demat account number/folio number, email id, mobile number at [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com). Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.
- Shareholders who would like to send their questions are requested to do so in advance atleast 3 days prior to the meeting (by 2.00 p.m. on Sunday, August 04, 2024), mentioning their name demat account number/folio number, email id, mobile number at [companysecretary@gocolors.com](mailto:companysecretary@gocolors.com).

**GENERAL:**

- Ms. Srinidhi Sridharan (FCS No. 12510; C.P. No. 17990) of Srinidhi Sridharan & Associates, Company Secretaries, Chennai has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.
- The Scrutinizer shall after the conclusion of voting at the annual general meeting, will first count the votes cast at the meeting and

- thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forth with.
- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.gocolors.com](http://www.gocolors.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited and BSE Limited.
- Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e. August 07, 2024.

By order of the Board  
**For Go Fashion (India) Limited**

**V.Gayathri**

Company Secretary & Compliance officer  
Member No: A25942

**Registered office:**

No.18, Nungambakkam High Road,  
Chennai - 600034

Date: June 28, 2024  
Place: Chennai