

DARSHAN ORNA LIMITED

CIN: L36910GJ2011PLC063745

Registered office: 102, First Floor, Shree Balaji Paragon, B/S Rock Regency Hotel, Nr. Circle - P, C.G.Road, Ahmedabad - 380009

Email id- info@darshanorna.com **Tel. No. +91 079 22142568**

Web- www.darshanorna.com

Date: 07.12.2020

To,
The Manager,
Listing Department,
BSE Ltd,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai, 400 001

Scrip Code: 539884
Security ID: DARSHANORNA

Dear Sir,

Sub: Intimation of 9th Annual General Meeting, Book closure, e-voting period and other information.

With reference to the captioned subject, it is to inform you that the Board of Directors at their meeting held on 30th December, 2020 at the registered office of the Company have approved the notice of Annual General Meeting of the Company. The 9th Annual General Meeting of the Company will be held on Wednesday, the 30th day of December, 2020 at 11:00 A.M at the registered office of the Company at 102, First Floor, Shree Balaji Paragon, B/S Rock Regency Hotel, Nr. Circle - P, C.G. Road, Ahmedabad- 380009, Gujarat, India.

The relevant dates w.r.t. Annual General Meeting are as under.

Sr. No	Particulars	Relevant date
1	Book Closure period	Wednesday, December 23, 2020 to Wednesday, December 30, 2020
2	Cut-off date to vote on AGM Resolutions through remote e-voting and voting at the venue of the AGM	Tuesday, December 22, 2020
3	Commencement of E-voting	Saturday, December 26, 2020 from 9:00 a.m. IST
4	End of e-voting	Tuesday December 29, 2020 till 5:00 p.m. IST
5	Annual General Meeting	Wednesday, December 30, 2020 At 11.00 a.m. IST

We are enclosing herewith Notice of 9th Annual General Meeting scheduled on Wednesday, December 30, 2020.

The Company has arranged with Karvy Fintech Pvt. Ltd., our Registrar & Share Transfer Agent to facilitate e-voting, through their platform i.e. <https://evoting.karvy.com>. The voting

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rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company, as on the cut-off date, being Tuesday, December 22, 2020.

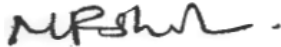
The above intimation shall be treated as due compliance of respective provisions under the Companies Act, 2013 and SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015.

The Annual Report for FY 2019-20 will be sent to shareholders and all concerned shortly.

We request to take the same on your records and disseminate the same to the members.

Thanking You
Yours sincerely,

For **DARSHAN ORNA LIMITED**



MAHENDRA R. SHAH
DIRECTOR
(DIN: 03144827)



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Notice is hereby given that the **9th ANNUAL GENERAL MEETING** of the members of Darshan Orna Limited (“the Company”) will be held on Wednesday, the 30th day of December, 2020 at 11:00 A.M at the registered office of the Company at 102, First Floor, Shree Balaji Paragon, B/S Rock Regency Hotel, Nr. Circle - P, C.G. Road, Ahmedabad- 380009, Gujarat, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Financial Statement including Audited Balance Sheet of the Company as at 31st March, 2020 and statement of Profit and Loss and Cash Flow Statement for the year ended 31st March, 2020 together with Board of Directors’ and Auditors’ Report thereon.
2. To appoint a director of Mr. Ritesh Mahendrabhai Sheth (DIN: 07100840) who retires by rotation, and being eligible offers himself for re-appointment.

**BY ORDER OF THE BOARD OF DIRECTORS OF
DARSHAN ORNA LIMITED**

SD/-

**Ritesh Mahendrabhai Sheth
Managing Director & Chairman**

Place: Ahmedabad
Date: 05th December, 2020

Registered Office:
102, First Floor, Shree Balaji Paragon,
B/S Rock Regency Hotel,
Nr. Circle - P, C.G.Road,
Ahmedabad- 380009, Gujarat



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Notes:-

1. **MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the Company.
2. Members / Proxies should bring the duly filled Attendance Slip at the Annual General Meeting (AGM). Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday the 23rd December 2020 to 30th December 2020 (Both days inclusive)**.
4. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
5. 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.
6. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, Kfin Technology Private Limited for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
7. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. A Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering / updating their email address for receiving electronic communication.
8. All the Documents referred to in the notice are open for inspection at the registered office of the Company between 11 A.M. to 5.00 P.M on any working day prior to the day of meeting and will also be available at the meeting venue on the date of meeting.
9. **PROCEDURE OF VOTING AT AGM:**

In addition to the remote e-voting facility as described below, the Company shall arrange voting facility at the venue of AGM through Ballot Paper and the members attending the meeting, who have not already cast their votes by remote e-voting, will be able to exercise their right at the meeting. Members who have cast their votes by remote e-voting prior to the meeting may attend the meeting, but shall not be entitled to cast their vote again. Members will need to write on the ballot paper, inter alia, relevant Folio no., DP ID & Client ID and number of shares held etc.



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10. E-VOTING FACILITY:

a. In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of The Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the ICSI, as amended, the Company is pleased to provide to the Members, facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 9th AGM and accordingly, business as mentioned in this Notice shall be transacted through e-voting. Necessary arrangements have been made by the Company with Karvy Fintech Pvt. Ltd, our RTA to facilitate e-voting. The Company has appointed Mrs. Shikha Patel, Practicing Company Secretary (Membership no. 43955), to act as Scrutiniser for conducting the voting and e-voting process in a fair and transparent manner.

b. The remote e-voting period shall commence on **Saturday, December 26, 2020** from 9:00 a.m. and ends on Tuesday **December 29, 2020** till 5:00 p.m. During this period, the members of the Company, holding shares either in physical form or dematerialised form, as on **the cut-off date i.e. December 22, 2020, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by Karvy for voting thereafter.**

c. Once the vote on a resolution is cast by the member, such member shall not be allowed to change it subsequently.

d. A person who is not a member as on cut-off date should treat this Notice for information purpose only.

11. PROCESS AND MANNER FOR REMOTE E-VOTING

a. Members whose email IDs are registered with the Company/Karvy/DPs will receive an email from Karvy informing them of their User-ID and Password. Once the Member receives the email, he or she will need to go through the following steps to complete the remote e-voting process:

i) Use this URL <https://evoting.karvy.com> for e-voting:

ii) Enter the login credentials (user id and password) which will be sent separately. However, if you are already registered with Karvy for e-voting, you can use your existing user id and password for casting your votes.

iii) After entering the details appropriately, click on LOGIN.

iv) You will reach the password change menu, wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

v) You need to login again with the new credentials.

vi) On successful login, the system will prompt you to select the remote e-voting for **Darshan Orna Limited**.

vii) On the voting page, the number of shares (which represents the number of votes) as held by the member as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, then enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding as on the cutoff date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either



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head.

viii) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

ix) Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times for voting, till you have confirmed that you have voted on the resolution.

x) Corporate/Institutional Members (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. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the scrutiniser through email at cs.spatelasso@gmail.com with copy marked to evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Darshan Orna Limited_EVENT No."

xi) In case of any queries, you may refer the Frequently Asked Questions (FAQs) section for shareholders and e-voting User Manual available at the "Downloads" section of <https://evoting.karvy.com> or contact Karvy on 1800 345 4001 (toll free).

OTHER INSTRUCTIONS FOR E-VOTING

a) In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.karvy.com> (Karvy Website) or contact Mr. Vasanth Rao of Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at evoting@karvy.com or phone no. 040 - 67161527 or call Karvy's toll free No. 1-800-34- 54-001 for any further clarifications.

b) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

c) The remote e-voting period commences on 26th December 2020 (09:00 A.M. IST) and ends on 29th December 2020 (05:00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd December 2020, may cast their votes electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

d) The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. 22nd December 2020

e) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e., 22nd December 2020, he/she may obtain the User ID and Password in the manner as mentioned below :

i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD IN12345612345678

Example for CDSL:

MYEPWD 1402345612345678



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Example for Physical:

MYEPWD XXXX1234567890

- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Member may call Karvy’s toll free number 1800-3454-001
- iv. Member may send an e-mail request to evoting@karvy.com. However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

12. The Scrutiniser after conclusion of voting at the AGM, first count the votes cast at the meeting and unblock the votes cast through remote e-voting in presence of at least two witnesses not in the employment of the company and shall make within 48 hours of the conclusion of the AGM a Consolidated Scrutiniser’s Report of the total votes cast in favour or against or invalid votes, if any, forthwith to the Chairman of the Company or any other director or person authorised, who shall countersign the same and declare the result of the voting forthwith.

13. The results so declared along with Scrutiniser’s Report shall be placed on the Company’s website www.darshanorna.com and on the website of Karvy and shall also be disseminated on the website of Stock Exchanges, where the Company’s shares are listed.

14. Members holding shares in electronic form must inform about change in address to their respective Depository Participant only and not to the Company or the Company’s Registrar and Transfer Agent.

15. Members are requested to bring their copy of Annual Report at the meeting.



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ATTENDANCE SLIP

Annual General Meeting Wednesday, 30th December, 2020

Folio No. /Client Id:	
Name of Shareholder:	
Address of Shareholder:	

I, hereby record my presence at the Annual General Meeting of the Company to be held on Wednesday, 30th December, 2020 at 11.00 AM at 102, First Floor, Shree Balaji Paragon, B/S Rock Regency Hotel, Nr. Circle - P, C.G.Road, Ahmedabad- 380009, Gujarat, India.

Signature of the Member Notes:

- A. Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- B. Member/Proxy who wishes to attend the meeting must bring this attendance slip to the meeting and hand over at the entrance duly filled in and signed.

Member/Proxy should bring his/her copy of the Notice of Extraordinary General Meeting for reference at the meeting.



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Form MGT-11

Proxy Form

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

Annual General Meeting – Wednesday, 30th December, 2020

Name of the shareholder(s): _____ Registered
Address: _____ E-mail ID: _____ Folio
No ./Client Id : _____ DP ID : _____

I/We, being member(S) of **Darshan Orna Limited**, holding__ share of the company, hereby appoint

A: Name _____ Address: _____

E-mail ID: _____ Signature: _____ Or failing
him/her

B: Name _____ Address: _____

E-mail ID: _____ Signature: _____ Or failing
him/her

C: Name _____ Address: _____

E-mail ID: _____ Signature: _____ Or failing
him/her

As my/our proxy to attend and vote (on poll) for me/us, on my/our behalf at the Annual General Meeting of the Company to be held on – Wednesday, 30th December, 2020 at 11.00 AM at 102, First Floor, Shree Balaji Paragon, B/S Rock Regency Hotel, Near Circle - P, C. G. Road, Ahmedabad- 380009, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	VOTING	
		FOR	AGAINST
ORDINARY BUSINESS			
1.	Adoption of the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.		
2.	To appoint a director in place of Mr. Ritesh Mahendrabhai Sheth (DIN: 07100840) who retires by rotation, and being eligible offers himself for re-appointment.		

Signed this..... day of... 2020

Signature of shareholder Signature of Proxy holder(s)

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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The venue of AGM is as follows:

Route map to the Venue of the Annual General Meeting

