

**GUJARAT TOOLROOM LIMITED**  
**CIN: L45208GJ1983PLC006056**

**ADDENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING**

**To,**

**All Members of GUJARAT TOOLROOM LIMITED**

Addendum to the Notice dated 28th September, 2022 convening Extra Ordinary General Meeting of **GUJARAT TOOLROOM LIMITED** scheduled to be held on THURSDAY, 20TH OCTOBER, 2022 at 01:00 p.m. at registered office of the company:

Notice is hereby given that pursuant to the provisions of Section 196, 203 of the Companies Act, 2013 and other applicable provision if any, the following item of business is added in the aforesaid Notice as Item No. 4 as a Special Business and this addendum shall be deemed to be a part of the original Notice dated 28th September, 2022 and the notes provided therein:

**SPECIAL BUSINESS:**

**4. APPOINTMENT OF MANAGING DIRECTOR OF THE COMPANY:**

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

**FURTHER RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company the consent of the members of the Company be and is hereby accorded to appoint Mr. KALPESH ANILBHAI MALVI as Managing Director of the Company for a period of 5(Five) years.

**RESOLVED FURTHER that** any director of the Company be and is hereby authorized to sign and submit the necessary forms and documents to Registrar of Companies, Gujarat.

**DATE: 03.10.2022**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD**

**CHAIRMAN**

**GUJARAT TOOLROOM LIMITED**  
**CIN: L45208GJ1983PLC006056**

**NOTES:**

- 1) An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business as proposed above to be transacted at the EGM is annexed hereto.
- 2) Relevant documents referred to in this Addendum the to Notice of EGM are open for inspection by the Members at the Registered Office of the company on all working days between 10.00 A.M. and 12.00 noon up to the date of the EGM
- 3) This addendum to the Notice of EGM is available on the website of the Company
- 4) All the processes, notes and instructions relating to e-voting set out for and applicable to the ensuing EGM shall mutatis-mutandis apply to the e-voting for the Resolution proposed in this the Addendum to the Notice of EGM. Furthermore, the Scrutinizers appointed for the ensuing EGM will act as Scrutinizers for the Resolution proposed in this Addendum to the Notice of EGM.

**DATE: 03.10.2022**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD**

**CHAIRMAN**

**GUJARAT TOOLROOM LIMITED**  
**CIN: L45208GJ1983PLC006056**

**EXPLANATORY STATEMENT**

**PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**3) MR. KALPESH ANILBHAI MALVI** has vide experience in the corporate field and the company can benefit from his experience.

And hence the board of the company be and is hereby accorded to appoint and promoted him as a Managing Director of the company for a period of Five years.

Your Directors recommend the Ordinary Resolution as set out in the notice for your approval.

None of the Directors of the Company are concerned or interested in the said resolution except in the capacity as members of the Company.

**DATE: 03.10.2022**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD**

**CHAIRMAN**

## **ATTENDANCE SLIP**

I/We.....R/o..... hereby record my/our presence at the Extra Ordinary General Meeting of the Company on Thursday, 20<sup>th</sup> day of October, 2022 at 1:00 P.M. at 402, Sheel Complex, Nr. Mithakhali Under Bridge, Navrangpura, Ahmedabad GJ 380009 IN.

|               |                 |
|---------------|-----------------|
| DPID * :      | Folio No. :     |
| Client Id * : | No. of Shares : |

\* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
3. Electronic copy of the Notice of an Extra Ordinary General Meeting (EGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Notice of an Extra Ordinary General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

# **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: L45208GJ1983PLC006056

Name of the Company: GUJARAT TOOLROOM LIMITED

Registered office: 402, Sheel Complex, Nr. Mithakhali Under Bridge, Navrangpura, Ahmedabad GJ 380009 IN

|                         |                    |
|-------------------------|--------------------|
| Name of the member (s): | E-mail Id:         |
|                         | No. of shares held |
| Registered address:     | Folio No.          |
|                         | DP ID*.            |
|                         | Client ID*.        |

\* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

| S.No. | Name | Address | Email address |                |
|-------|------|---------|---------------|----------------|
| 1     |      |         |               | or failing him |
| 2     |      |         |               | or failing him |
| 3     |      |         |               |                |

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 on Thursday, 20<sup>th</sup> day of October, 2022 at 1.00 P.M at 402, Sheel Complex, Nr. Mithakhali Under Bridge, Navrangpura, Ahmedabad GJ 380009 IN, and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

| S.No. | Resolution   | For | Against |
|-------|--|-----|---------|
| 1     | To increase the Authorised Share Capital of the company    |     |         |
| 2     | Offer, Issue and Allot Equity Shares on Preferential Basis |     |         |

|   |   |  |  |
|---|---|--|--|
| 3 | To alter the object clause of the company:      |  |  |
| 4 | Appointment of Managing Director of the company |  |  |

\*\* It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this ..... day of..... 2022

Signature of shareholder.....

Signature of Proxy holder(s) (1).....

Signature of Proxy holder(s) (2).....

Signature of Proxy holder(s) (3).....

|   |
|---|
| Affix<br>Revenue<br>Stamp not<br>less than<br>Re.0.15 |
|---|

**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. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
6. Please complete all details including details of member(s) in above box before submission.