



## GRETEX CORPORATE SERVICES LIMITED

Formerly known as GRETEX CORPORATE SERVICES PRIVATE LIMITED

Office No. 13, 1st Floor, (New Bansilal Building),

9-15, Homi Modi Street, Fort, Near BSE, Mumbai – 400 001

Website: [www.gretexcorporate.com](http://www.gretexcorporate.com), Email ID: [info@gretexgroup.com](mailto:info@gretexgroup.com)

Phone: 022 4002 5273, 9836822199, 9836821999

CIN: L74999MH2008PLC288128

July 12, 2023

To,  
The Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001

Dear Sir/ Madam,

**Scrip Code: 543324**

**Sub: Notice for Extra-Ordinary General Meeting of the Company.**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015, as amended and any other applicable provision, We are pleased to inform that the **Extra Ordinary General Meeting ("EGM")** of the Members of **Gretex Corporate Services Limited** will be held on **Saturday, August 05, 2023 at 4:00 p.m. at One BKC, B Wing, 1220 G Block, BKC, Bandra Kurla Complex, Bandra East, Mumbai- 400 051, Maharashtra, India.** The notice of the same is attached herewith.

Kindly take the above information on your record.

Thanking you,

Yours faithfully,

For Gretex Corporate Services Limited

  
Dimple Magharani  
Company Secretary & Compliance Officer



## NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 1<sup>ST</sup> **EXTRA ORDINARY GENERAL MEETING** OF THE **MEMBERS** OF THE COMPANY **GRETEX CORPORATE SERVICES LIMITED** FOR THE FINANCIAL YEAR 2023-24 WILL BE HELD ON **SATURDAY, AUGUST 05, 2023 AT 4:00 P.M.** AT ONE BKC, B WING, 1220 G BLOCK, BKC, BANDRA KURLA COMPLEX, BANDRA EAST, MUMBAI- 400051, MAHARASHTRA, INDIA TO TRANSACT THE FOLLOWING BUSINESSES:

### **SPECIAL BUSINESS**

#### **1. INCREASE IN THE AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

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

**“RESOLVED THAT** pursuant to the provisions of section 61, 64 and any other applicable provisions, if any, of the Companies Act, 2013 and Rule 15 of Companies (Share Capital and Debentures) Rules, 2014, (including any statutory modification(s) and re-enactment(s) thereof, to the extent applicable and the enabling provisions in the articles of association of the Company, the approval of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crore Ten Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 13,00,00,000/- (Rupees Thirteen Crores Only) divided into 1,30,00,000 (One Crore Thirty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu with the existing Equity Shares of the Company.

**“RESOLVED FURTHER THAT** pursuant to provisions of Section 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and rules framed thereunder; the consent of the members of the Company be and is hereby accorded, for substituting Clause V of the Memorandum of Association of the Company with the following clause:

“V. The Authorised Share Capital of the Company is Rs. 13,00,00,000/- (Rupees Thirteen Crores Only) divided into 1,30,00,000 (One Crore Thirty Lakhs Only) equity shares of Rupees 10/- (Ten Only) each.”

**RESOLVED FURTHER THAT** any Director or Company Secretary be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned parties and to sign, execute and file all the necessary documents, applications and returns and to do all such acts deeds, matters and things as may be considered necessary, proper or desirable for the purpose of giving effect to the aforesaid resolution including filing of necessary forms (including without limitation Form SH-7 and Form MGT-14) with the Registrar of Companies.”

#### **2. TO CONSIDER AND PASS RESOLUTION UNDER SECTION 185 OF THE COMPANIES ACT, 2013:**

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

**“RESOLVED THAT,** pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the consent of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (here in after referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in one or more tranches in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the company (in which any director is deemed to be interested) or any other person in which any of the



Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act upto an aggregate sum of upto Rs. 100 Crores (Rupees Hundred Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

**REGISTERED OFFICE:**

Office No. 13, 1st Floor,  
Bansilal Mansion, 9-15  
Homi Modi Street,  
Fort, Mumbai- 400001,  
Maharashtra, India.

**Place:** Mumbai

**Date:** July 06, 2023

By Order of the Board of Directors  
**For Gretex Corporate Services Limited**

**Sd/  
Dimple Slun  
Company Secretary**

**Notes:**

1. An Explanatory Statement under Section 102 of the Companies Act, 2013 (“Act”) relating to Item Nos. 1 to 2 as mentioned above is annexed hereto as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF. SUCH A PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, 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 the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent 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 shareholders.
3. Proxy form, 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 Extra Ordinary General Meeting.
4. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17 / 2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.gretexcoperate.com](http://www.gretexcoperate.com). The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com)
5. Corporate Members: Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Extra Ordinary General Meeting.
6. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Extra Ordinary General Meeting.
7. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than 3 days of notice in writing is given to the Company.
8. The notice is being sent to all members, whose names appear on the Register of Members / List of Beneficial Owners as on July 07, 2023.
9. Members may kindly take note for “Green Initiative in the Corporate Governance” in view of Circular No. 17 / 2011 dated 21.04.2011 and 18 / 2011 dated 29.04.2011 issued by Ministry of Corporate Affairs. It is earnestly requested in view of the Circular and other statutory provisions, that the Members who have yet not registered / updated their e-mail ids may notify the same to the Company either at the registered office or at email address [info@gretexgroup.com](mailto:info@gretexgroup.com) quoting full details of Folio No. / DP, Client ID and name of first / sole holder.
10. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his / her absence, by the next named member.
11. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days, except holidays between 11.30 A.M to 2.00 P.M up to the date of declaration of the results of postal ballot.

12. Any member desirous of getting any information on the accounts of the Company is required to forward his / her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting. Members are requested to intimate change in their address if any immediately to Bigshare Services Private Limited., the Company's Registrar and Share Transfer Agents, at their office.
13. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self-attested copy of PAN at the time of sending their request for share transfer / transmission of name / transposition of name.
14. Members / Proxies are requested to bring their Attendance Slip for attending the meeting.
15. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. 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.
16. For members who have not registered their email address, physical copies of the Notice of the Extra Ordinary General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Extra Ordinary General Meeting will be available on Company's website [www.gretexcorporate.com](http://www.gretexcorporate.com) for their download.
17. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the Company electronically.
18. At present the Company's equity shares are listed on the stock exchange at SME Platform of BSE Limited and listing fees for the financial year 2023-2024 have been paid to the aforesaid Stock Exchange. Members are informed that the scripts of the Company have been activated both in Central Depositories Services Limited (CDSL) and National Securities & Depository Limited (NSDL) and may be dematerialized under the ISIN- INE199P01028. The custodian fees for the financial year 2023-2024 have been paid to all the aforesaid Depositories.
19. For any assistance or information about shares etc. members may contact the Company.
20. Ms. Ekta Goswami, Practicing Company Secretary, (COP No.: 16778) has been appointed as the Scrutinizer for conducting the Postal Ballot Process at the EGM in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and in presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
21. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.gretexcorporate.com](http://www.gretexcorporate.com). The same will be communicated to the stock exchanges where the Company shares are listed viz. SME Platform of BSE Limited.

**ANNEXURE TO THE NOTICE  
EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS**

Pursuant to Section 102 of the Companies Act, 2013 (“the Act”):

**ITEM NO: 1**

Presently, the Authorised Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crore Ten Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each. The Authorised Share Capital shall be increased from Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crore Ten Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 13,00,00,000/- (Rupees Thirteen Crores Only) divided into 1,30,00,000 (One Crore Thirty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu with the existing Equity Shares of the Company and corresponding amendments to the existing Clause V of the Memorandum of Association of the Company as follows:

“^V. The Authorised Share Capital of the Company is Rs. 13,00,00,000/- (Rupees Thirteen Crores Only) divided into 1,30,00,000 (One Crore Thirty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.”

The Board recommends the Ordinary Resolution as set out at Item No.1 of the Notice for approval of the shareholders for increase in authorised share capital.

None of the Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise, in the above resolution.

**ITEM NO: 2**

Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013:

As per the provisions of Section 185 of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person.

In terms of the amended Section 185 of the Act, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution.

The management is of the view that the Company may be required to invest surplus funds, if available in its wholly owned subsidiary Companies or to any other body corporate(s) in which the Directors of the Company are interested, as and when required.

Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to advance any loan, including any loan represented by book debt, to its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested or to give guarantee or provide any security in connection with any loans / debentures / bonds etc. raised by its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested up to an aggregate amount of approved by the shareholder of the Company under Section 186 of the Company Act, 2013 over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more.

The Board of Directors Recommend the Special Resolution for approval by the members.

Except Mr. Alok Harlalka, Ms. Pooja Harlalka and Mr. Arvind Harlalka None of the Director, KMP and their relatives is in any way concerned or interested financially or otherwise in this resolution except to the extent of their shareholding.



**ANNEXURE TO THE NOTICE**

**GRETEX CORPORATE SERVICES LIMITED**

**CIN:** L74999MH2008PLC288128

**Registered Office:** Office No. 13, 1st Floor, Bansilal Mansion, 9-15 Homi Modi Street, Fort  
Mumbai- 400001, Maharashtra, India.

**EXTRA ORDINARY GENERAL MEETING**

***ATTENDANCE SLIP***

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

|                 |  |               |  |
|-----------------|--|---------------|--|
| DP Id *         |  | Client Id*    |  |
| Regd. Folio No. |  | No. of Shares |  |

\*Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full: \_\_\_\_\_

I / we hereby record my / our presence at the Extra Ordinary General Meeting of the Company being held on Saturday, August 05, 2023 at 4:00 p.m., at One BKC, Wing - B / 1220 G- Block, Bandra Kurla Complex, Bandra East, Mumbai – 400051, India

Please (√) in the box

MEMBER  PROXY

\_\_\_\_\_  
Signature of 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:** L74999MH2008PLC288128

**Name of the Company:** Gretex Corporate Services Limited

**Registered Office:** Office No. 13, 1st Floor, Bansilal Mansion, 9-15 Homi Modi Street, Fort Mumbai- 400001, Maharashtra, India.

|                              |  |
|------------------------------|--|
| <b>Name of the member(s)</b> |  |
| <b>Registered address:</b>   |  |
| <b>E-mail Id:</b>            |  |
| <b>Folio No. / Client Id</b> |  |
| <b>DP ID:</b>                |  |

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 / her

2. Name:  
Address:  
E-mail Id:  
Signature: \_\_\_\_\_ or failing him / her

3. Name:  
Address:  
E-mail Id:  
Signature: \_\_\_\_\_ or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Extra Ordinary General Meeting of the Company, to be held on Saturday, August 05, 2023 at 4:00 p.m., at One BKC, Wing - B / 1220 G-Block, Bandra Kurla Complex, Bandra East, Mumbai – 400051, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

| No. | Description of Resolutions:   |
|-----|---|
| 1.  | To Increase in the Authorised Share Capital and Consequent Alteration of the Capital Clause in the Memorandum of Association of the Company |
| 2.  | To Consider and Pass Resolution under Section 185 of the Companies Act, 2013  |

Signed this ..... day of ..... 2023

Signature of shareholder(s)

Signature of Proxy holder(s)

|                           |
|---------------------------|
| Affix<br>Revenue<br>Stamp |
|---------------------------|

**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. Any alteration or correction made to this Proxy form must be initialed by the signatory / signatories.

**FORM NO. MGT – 12  
POLLING PAPER**

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

| Sr. No. | Particulars  | Details |
|---------|--|---------|
| 1       | Name and Registered Address of the Sole / First named Shareholders                                       |         |
| 2       | Name(s) of the Joint Holder(s), (if any)   |         |
| 3       | Registered Folio Number / DP ID No.*<br>*(Applicable to Investors holding shares in dematerialized Form) |         |
| 4       | Number of Share(s) held  |         |

I / We hereby exercise my / our votes in respect of the Resolutions set out in the Notice dated July 06, 2023 as set out below to be passed by the means of Ballot by giving my / our assent or dissent to the said Resolutions by placing the tick (√) mark at the appropriate boxes below (tick in the both boxes will render the ballot invalid).

| Sr. No. | Description   | Type of Resolution | No. of Shares | (FOR) I / We assent to the Resolution | (AGAINST) I / We dissent to the Resolution |
|---------|---|--------------------|---------------|---------------------------------------|--|
| 1.      | To Increase in the Authorised Share Capital and Consequent Alteration of the Capital Clause in the Memorandum of Association of the Company | Ordinary           |               |                                       |  |
| 2.      | To Consider and Pass Resolution under Section 185 of the Companies Act, 2013  | Special            |               |                                       |  |

**Place:**

**Date:**

**(Signature of shareholder)**

## ROUTE MAP OF THE VENUE OF EXTRA ORDINARY GENERAL MEETING OF GRETEX CORPORATE SERVICES LIMITED

**Address:** ONE BKC, Wing – B / 1220, G- Block, Bandra Kurla Complex, Bandra East, Mumbai– 400051, Maharashtra, India.

