



# Rajeshwari Cans Limited

CIN: L13209GJ2018PLC100480

96, Mahagujarat Industrial Estate, Moraiya, Ahmedabad - 382 210

E-mail : rcl2gov@gmail.com, rajeshwarimetalprinters@rediffmail.com Ph. : 079-29796584

GSTIN: 24AAICR7713G1ZD PAN: AAICR7713G IEC: 0806014725

Date:08/09/2021

To,

**BSE Limited**

PhorizesJeejeebhoy Tower,

Dalal Street,

Mumbai-400001

Dear Sir/Madam,

**Sub: Intimation of 03<sup>rd</sup> Annual General Meeting of the Company**

We would like to inform you that Company's 03<sup>rd</sup> Annual General Meeting will be held on Thursday, 30<sup>th</sup> September, 2021 at 12.00 P.M. at 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210

We are enclosing herewith notice of 03<sup>rd</sup> Annual General Meeting of the Company.

The Notice will be available on the website of the Company i.e. [www.rajeshwaricans.com](http://www.rajeshwaricans.com)

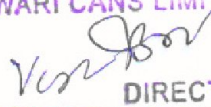
We request you to kindly take the above information on your record.

Thanking you,

Your Faithfully,

**For Rajeshwari Cans Limited**

**For, RAJESHWARI CANS LIMITED**

  
DIRECTOR

**Bharatkumar Vora**

**Chairman and Managing Director**

Encl: As above

**RAJESHWARI CANS LIMITED**

CIN: L13209GJ2018PLC100480

**REGD OFF:** 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210, Gujarat  
**PHONE:** 91-79- 29796584; **E-MAIL:** acc@rajeshwaricans.com

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**NOTICE**

**NOTICE** is hereby given that the 03<sup>rd</sup> Annual General Meeting of the members of the Company will be held on Thursday, 30<sup>th</sup> September, 2021 at 12.00 P.M. at 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210, Gujarat to transact the following business:

**ORDINARY BUSINESS:**

- (1) To receive, consider and adopt the Audited Financial Statement of the Company including Balance Sheet as at 31<sup>st</sup> March, 2021, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Directors' and the Auditors' Report thereon.
- (2) To appoint a director in place of Shri. Harshadkumar Vora (DIN: 07933455) who retires by rotation and being eligible, offers himself for re-appointment.
- (3) **To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:**

Ratification of appointment of Statutory Auditors to fill the casual vacancy caused by resignation.

“**RESOLVED THAT** pursuant to the provisions of Section 139(8), 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) and/ or re-enactment(s) thereof, for the time being in force), appointment of Bhagat and Co., Chartered Accountants, Ahmedabad (FRN: 127250W), as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of Bharat H. Shah & Co, Chartered Accountants, Ahmedabad (FRN:101217W) Statutory Auditors, to hold office from August 12, 2021, till the conclusion of this 03<sup>rd</sup> Annual General Meeting, at such remuneration plus out-of-pocket expenses and applicable taxes etc., as may be mutually agreed, be and is hereby approved, confirmed and ratified.”

- (4) **To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:**

Appointment of Statutory Auditors and fix their remuneration:

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) and/or reenactment( s) thereof, for the time being in force), Bhagat and Co., Chartered Accountants, Ahmedabad (FRN: 127250W), be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years from the conclusion of this 03<sup>rd</sup> Annual General Meeting (“AGM”) till the conclusion of the 08<sup>th</sup> AGM to be held in the year 2026, at such remuneration plus out-of-pocket expenses and applicable taxes etc., as may be mutually agreed.”

**SPECIAL BUSINESS:**

- (5) **To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:**

**RESOLVED THAT** Shri Pratik Vora (DIN: 03554059) who was appointed as an Additional Director of the Company with effect from 15<sup>th</sup> March, 2021 by the Board of Directors and who holds office up to the date of Annual General Meeting of the Company under Section 161(1) of the Companies

Act, 2013 ("The Act"), and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

- (6) **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION.**

**RESOLVED THAT** pursuant to the provisions of Section 196, 197, Schedule V and all the other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for appointment of Shri Pratik Vora (DIN: 03554059) as the Whole Time Director of the Company for the period of 3 years with effect from 12<sup>th</sup> April, 2021 on the terms and conditions including remuneration as detailed in the explanatory statement attached hereto.

**RESOLVED FURTHER THAT** the Nomination and Remuneration Committee of the Board be and is hereby authorized to revise from time to time during the tenure of the appointment of Shri Pratik Vora, the remuneration payable to him subject to overall limits laid down in Sections 197, Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) without further approval of the Board and Members of the Company but with such other approvals, sanctions or permissions, if any, required for such revision in the remuneration.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the above resolution.

- (7) **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION.**

**RESOLVED THAT** pursuant to the provisions of Section 196, 197, Schedule V and all the other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for appointment of Shri Siddharth Vora (DIN: 03554049) as the Whole Time Director of the Company for the period of 3 years with effect from 12<sup>th</sup> April, 2021 on the terms and conditions including remuneration as detailed in the explanatory statement attached hereto.

**RESOLVED FURTHER THAT** the Nomination and Remuneration Committee of the Board be and is hereby authorized to revise from time to time during the tenure of the appointment of Shri Pratik Vora, the remuneration payable to him subject to overall limits laid down in Sections 197, Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) without further approval of the Board and Members of the Company but with such other approvals, sanctions or permissions, if any, required for such revision in the remuneration.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the above resolution.

- (8) To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION.

**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Suvindh Turakhia (DIN: 08594324) who was appointed as an Additional Director of the Company by the Board of Directors (categorized as 'Independent Director') with effect from March 15, 2021 and who holds office as an Additional Director upto the date of ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in Section 149 (6) of the Act be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from March 15, 2021.

**RESOLVED FURTHER THAT** the Board of the Directors of the company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

**NOTES:**

- Information required to be furnished as required under SS-2 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the particulars of Director who is proposed to be re-appointed is given below:

Name of the Director	Date of Birth	Date of Appointment	Qualification and Expertise in Functional areas	Shareholding in the Company	Details of Directorship held in other Companies as on 31.03.2021	# Details of Membership/ Chairmanship of Committee as on 31.3.2021	No. of board meetings attended during Financial Year 2020-2021
Shri. Harshadkumar Vora	12/06/1964	10/01/2018	He Possesses a degree of Bachelor of Science from Gujarat University. He has experience of more than three decades in the field of Finance, Production, and Management of tin and metals business. He is associated with our Company since 2006.	4,60,000	-	One	Seven
Shri Suvindh Turakhia	21/02/1979	15/03/2021	He Possesses degree of MS and DNB in Neurosurgery. He has more than 9 Years of	6000	Solar Hospital Private Limited	-	One

			experience in the field of consultancy of Neurosurgeon in various Hospitals of Ahmedabad. He has experience in feild of Management				
Shri Pratik Vora	16/06/1986	15/03/2021	He has completed his Bachelor of Engineering from Gujarat University. He has more than 13 years of experience in the Tin Manufacturing business.	4,60,000	\$ Mahavir Cans Private Limited	-	Two
Shri Siddharth Vora	03/10/1990	15/03/2021	He has completed his Bachelor of Engineering from GujaratUniversity. He has more than 6 years of experience in Tin Manufacturing business.	5,10,000	\$ Mahavir Cans Private Limited	One	Seven

\* Shri. Harshadkumar Vora, Whole Time Director of the Company is Brother of Shri Bharatkumar Vora, Chairman and Managing Director of the Company, Father of Shri Siddharth Harshadbhai Vora, Whole Time Director of the Company.

# under this column, membership/Chairmanship of Audit Committee and Stakeholders Relationship Committee is considered.

\$ under process of Striking Off.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER.  
The Proxies in order to be valid must be delivered at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not more than 50 (fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. In case the 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 can not act as a proxy for any other person or shareholder.
3. Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
4. In terms of section 101 and 136 of the Act, read together with the Rules made thereunder, the listed companies may send the notice of annual general meeting and the annual report, including Financial Statements, Board Report etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website at [www.rajeshwaricans.com](http://www.rajeshwaricans.com) and website of the Stock Exchanges i.e. BSE Ltd. at [www.bseindia.com](http://www.bseindia.com).
5. Members / proxies are requested to bring the attendance slip send herewith duly filled in for attending the meeting.
6. 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.
7. Only registered members of the Company or any proxy appointed by such registered member may attend the Annual General meeting as provided under the provisions of the Companies Act,2013.

8. Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send the Company, a certified true copy of their board resolution authorizing their representatives to attend and vote on their behalf at the Annual General meeting.
9. The financial statements, the reports and all other documents required under the law to be annexed thereto are available for inspection during working hours at the Registered Office of the Company on any working day upto the conclusion of this meeting. Members may also note that the notice of annual general meeting will also be available on the website of the Company [www.rajeshwaricans.com](http://www.rajeshwaricans.com) for their download.
10. Members desiring to seek information on financial statements to be explained at the meeting are requested to send their queries at least ten days before the date of the meeting so that the information can be made available at the meeting.
11. A Route Map showing the Directions to reach the venue of the 3<sup>rd</sup> Annual General Meeting is attached along with the notice as per the requirement of Secretarial Standards–2 on General Meeting.
12. The Board of Directors has appointed M/s. Kinkhabwala & Associates Practicing Company Secretaries, as the Scrutinizer to scrutinize poll process at the Annual General Meeting in a fair and transparent manner. The scrutinizer shall, after the conclusion of voting at the Annual General Meeting, count the votes cast at the meeting in the presence of at least two witnesses not being in the employment of the Company and make 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 counter sign the same.
13. The result will be declared on receipt of Scrutinizer's Report. The results declared along with the scrutinizer's report will be available on the website of the Company ([www.rajeshwaricans.com](http://www.rajeshwaricans.com)). The Company shall simultaneously forward the results to Stock Exchanges where the equity shares of the Company are listed, within the prescribed period.
14. Shareholders holding Equity Shares shall have one vote per share as shown against their holding. The shareholders can vote for their entire voting rights as per their discretion.
15. Members are requested to vote only through ballot at the Annual General Meeting and in no other form.
16. Members who holds shares in electronic form are requested to write their DP ID and Client ID in the Attendance Slip for attending the Annual General meeting to facilitate identification of membership at the Annual General meeting.
17. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the RTA/Depositories, as the case may be, as on the cut-off date as on 17<sup>th</sup> September 2021 only shall be entitled to avail the facility voting at the Annual General Meeting. Any person who has ceased to be the Member of the Company as on the cut-off date will not be entitled for voting at the AGM and should treat this Notice for information purpose only.

**CONTACT DETAILS:**

Company	Rajeshwari Cans Limited
Registrar and transfer agent	Bigshare Services Pvt. Ltd
Scrutinizer	M/S Kinkhabwala and Associates Practicing Company Secretaries, Ahmedabad Email: cs.kinkhabwala@gmail.com

**Place: Ahmedabad  
Date: August 26, 2021**

**BY ORDER OF THE BOARD  
FOR RAJESHWARI CANS LIMITED.  
(Bharatkumar Vora)  
Chairman & Managing Director  
DIN: 07933391**

**REGISTERED OFFICE  
96, Mahagujarat Industrial estate,  
Moraiya, District: Sanand,  
Ahmedabad- 382210, Gujarat**

**EXPLANATORY STATEMENT**  
**PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

The following Statement pursuant to Section 102 of the Companies Act, 2013, sets out all material facts relating to the special businesses mentioned in the accompanying Notice.

**ITEM NO. 3 & 4**

The Board of Directors of the Company in their meeting held on August 12, 2021 appointed Bhagat and Co., Chartered Accountants, Ahmedabad (FRN: 127250W) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of Bharat H. Shah & Co, Chartered Accountants, Ahmedabad (FRN: 101217W). The appointment of Bhagat and Co. is required to be ratified by members within three months of appointment and therefore the Agenda of ratification is placed in this AGM.

The Board of Directors of the Company on the recommendation of the Audit Committee, recommended for the approval of the Members, the appointment of Bhagat and Co., Chartered Accountants, Ahmedabad (FRN: 127250W), as the Statutory Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 08<sup>th</sup> AGM. Bhagat and Co., Chartered Accountants, have given their consent to act as the 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.

Two resolutions are placed before the members; one is with respect to ratification of Auditors for their appointment and another is with respect to their appointment for term of five years, as their term would end at this AGM due to appointment in casual vacancy.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**ITEM NO. 5**

The Board of Directors of the Company has appointed Shri Pratik Vora (DIN: 03554059) as an Additional Director of the Company with effect from 15<sup>th</sup> March, 2021, pursuant to Section 161(1) of the Companies Act, 2013. In terms of the provisions of Section 161 of the Companies Act, 2013, Shri Pratik Vora will hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice from a Member of the Company Section 160 of the Act proposing his candidature as Director of the Company. The Board considering his association with the Company and notable contribution made by him in the Company at factory though it is advisable that appointment of Shri Pratik Vora as a Director would be of immense benefit to the Company and it is desirable to continue to avail his service as a director.

Your Directors recommend the passing of the proposed Resolution.

Except Shri Pratik Vora being an appointee, Shri Bhaskar Vora, Chairman and Managing Director, Shri. Harshadkumar Vora, Whole Time Director and Shri Siddharth Harshadbhai Vora, director of the Company being as relatives, none of the other directors and Key Managerial personnel and / or their relatives are concerned or interested, financially or otherwise in the proposed Resolution.



## **ITEM NO. 6**

The Board of Directors of the Company has appointed Shri Pratik Vora as the Whole Time Director of the Company on the recommendation of a Nomination and Remuneration Committee for a period of three years with effect from 12th April, 2021, subject to approval of the members of the Company on the terms and conditions and remuneration as mentioned herein below:

### **(a) Salary:**

Salary plus allowances with different breakup be payable on monthly / yearly basis within overall limit not exceeding Rs. 12,00,000/- yearly. Annual increment maximum up to 40% of last remuneration depending upon work performance, working of the Company etc. as may be decided by Nomination and Remuneration Committee of the Board from time to time.

### **(b) Perquisites:**

In addition to the salary as described in (a) above, he shall be eligible for the following perquisites, which shall not be included in the computation of ceiling on remuneration specified hereinabove.

- (i) Provident Fund: Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- (ii) Gratuity: The Company shall pay gratuity as per the Company's Rules.
- (iii) Encashment of leave at the end of the tenure.

### **(c) Other Perquisites:**

- (i) Medical Reimbursement:  
Expenses incurred for self and family subject to the ceiling of one month's salary per year which can be carried forward for 3 years.
- (ii) Leave travel concession: For self and family once in a year within such limits as may be approved by the Nomination and Remuneration Committee from time to time.
- (iii) Bonus / Ex-gratia payments: The Company shall pay as per the rules of the Company.
- (iv) The Company shall pay the residence telephone expenses, however the long distance personal call shall be billed by the Company.
- (v) He shall be entitled to the benefits under all the other schemes, privileges and amenities as are granted to the senior executives of the Company in accordance with the company's practice, rules, regulations in force from time to time.

### **(d) Contribution to Pension Scheme (NPS):**

The Company may contribute in Pension Scheme as per the Company's rules.

- (e) He will be entitled to all other benefits as applicable to the senior executives of the Company.
- (f) For all other terms and conditions not specifically spelt out above, the rules and order of the Company shall apply.

Notwithstanding anything to the contrary herein contained, where, in any financial year the Company, has no profits or its profits are inadequate, the Company shall pay remuneration by way of salary and perquisites and allowances as specified above subject to the limits as may be prescribed or amended in future from time to time under the provisions of the Companies Act, 2013, Schedule thereof and the Rules framed there under as well as any other statutory provisions as may be applicable.

Pursuant to the provisions of Section 196, 197 read with Schedule V of the Companies Act, 2013 the approval of the members is being sought for appointment and payment of remuneration to Shri Pratik Vora as the Whole Time Director of the Company. In the opinion of the Board,



Shri Pratik Vora fulfills the conditions specified in the Companies Act, 2013 and the rules made there under for his appointment as the Whole Time Director of the Company.

Your Directors recommend the passing of the proposed resolution.

Except Shri Pratik Vora being an appointee, Shri Bharkumar Vora, Chairman and Managing Director, Shri. Harshadkumar Vora, Whole Time Director and Shri Siddharth Harshadbhai Vora, Whole Time director of the Company being as relatives, none of the other directors and Key Managerial personnel and / or their relatives are concerned or interested, financially or otherwise in the proposed Resolution.

Statement containing information required to be given as per item (iv) of third proviso of Section II of Part II of Schedule V to the Companies Act, 2013.

**I. \*General Information:** As per Note given below

**II. Information about the appointee:**

(1) Background details: He has completed his Bachelor of Engineering from Gujarat University. He has more than 13 years of experience in the Tin Manufacturing business.

(2) Past Remuneration: Rs. 12,00,000/- per yearly.

(3) Recognition and awards : NIL

(4) Job profile and his suitability: The Whole-time Director is responsible for production, project and corporate strategy subject to the superintendence, control and direction of the Board of Directors.

(5) Remuneration proposed: As mentioned above.

(6) There are no companies of the same size in the industry as such there is no statistics available of comparative remuneration profiles.

(7) Shri Pratik Vora has no pecuniary relationship directly or indirectly with the Company except to the extent of proposed remuneration and his shareholding in the Company.

**III. Other information:** As per Note given below.

**ITEM NO. 7:**

The Board of Directors of the Company has appointed Shri Siddharth Vora as the Whole Time Director of the Company on the recommendation of a Nomination and Remuneration Committee for a period of three years with effect from 12th April, 2021, subject to approval of the members of the Company on the terms and conditions and remuneration as mentioned herein below:

**(a) Salary:**

Salary plus allowances with different breakup be payable on monthly / yearly basis within overall limit not exceeding Rs. 12,00,000/- yearly. Annual increment maximum up to 40% of last remuneration depending upon work performance, working of the Company etc. as may be decided by Nomination and Remuneration Committee of the Board from time to time.

**(b) Perquisites:**

In addition to the salary as described in (a) above, he shall be eligible for the following perquisites, which shall not be included in the computation of ceiling on remuneration specified hereinabove.

(i) Provident Fund: Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

(ii) Gratuity: The Company shall pay gratuity as per the Company's Rules.

(iii) Encashment of leave at the end of the tenure.

**(c) Other Perquisites:**

(i) Medical Reimbursement:

Expenses incurred for self and family subject to the ceiling of one month's salary per year which can be carried forward for 3 years.

(ii) Leave travel concession: For self and family once in a year within such limits as may be approved by the Nomination and Remuneration Committee from time to time.

(iii) Bonus / Ex-gratia payments: The Company shall pay as per the rules of the Company.

(iv) The Company shall pay the residence telephone expenses, however the long distance personal call shall be billed by the Company.

(v) He shall be entitled to the benefits under all the other schemes, privileges and amenities as are granted to the senior executives of the Company in accordance with the company's practice, rules, regulations in force from time to time.

**(d) Contribution to Pension Scheme (NPS):**

The Company may contribute in Pension Scheme as per the Company's rules.

(e) He will be entitled to all other benefits as applicable to the senior executives of the Company.

(f) For all other terms and conditions not specifically spelt out above, the rules and order of the Company shall apply.

Notwithstanding anything to the contrary herein contained, where, in any financial year the Company, has no profits or its profits are inadequate, the Company shall pay remuneration by way of salary and perquisites and allowances as specified above subject to the limits as may be prescribed or amended in future from time to time under the provisions of the Companies Act, 2013, Schedule thereof and the Rules framed there under as well as any other statutory provisions as may be applicable.

Pursuant to the provisions of Section 196, 197 read with Schedule V of the Companies Act, 2013 the approval of the members is being sought for appointment and payment of remuneration to Shri Siddharth Vora as the Whole Time Director of the Company. In the opinion of the Board, Shri Siddharth Vora fulfills the conditions specified in the Companies Act, 2013 and the rules made there under for his appointment as the Whole Time Director of the Company.

Your Directors recommend the passing of the proposed resolution.

Except Shri Siddharth Vora being an appointee, Shri Bharatkumar Vora, Chairman and Managing Director, Shri. Harshadkumar Vora, Whole Time Director and Shri Pratik Vora, Whole Time director of the Company being as relatives, none of the other directors and Key Managerial personnel and / or their relatives are concerned or interested, financially or otherwise in the proposed Resolution.

Statement containing information required to be given as per item (iv) of third proviso of Section II of Part II of Schedule V to the Companies Act, 2013.

**I. \*General Information:** As per Note given below

**II. Information about the appointee:**

(1) Background details:.. He has completed his Bachelor of Engineering from Gujarat University. He has more than 6 years of experience in the Tin Manufacturing business.

(2) Past Remuneration: Rs. 12,00,000/- per yearly.

(3) Recognition and awards : NIL

- (4) Job profile and his suitability: The Whole-time Director is responsible for production, project and corporate strategy subject to the superintendence, control and direction of the Board of Directors.
- (5) Remuneration proposed: As mentioned above.
- (6) There are no companies of the same size in the industry as such there is no statistics available of comparative remuneration profiles.
- (7) Shri Siddharth Vora has no pecuniary relationship directly or indirectly with the Company except to the extent of proposed remuneration and his shareholding in the Company.

III. **Other information:** As per Note given below.

Note-

**\*General information of the Company:**

- (1) Nature of Industry: Containers & Packaging Industry
- (2) The commercial operations have already begun.
- (3) The Company is not a new Company.
- (4) Financial Performance:

(Rs. in Lacs)

<b>PARTICULARS</b>	<b>Year ended 31-03-2021</b>	<b>Year ended 31-03-2020</b>
Revenue from Operations	1975.57	2208.94
Other Income	10.44	0.79
Profit before Exceptional Items and Tax	30.59	26.00
Exceptional items – One Time Expenses of Lenders Settlement	-	-
Profit before Tax	30.59	26.00
Tax Expense	8.97	9.41
Profit After Tax (PAT)	21.62	16.59
Other Comprehensive Income	-	-
Total Comprehensive Income	-	-

- (5) There are no foreign investments by the Company and the company has not entered into foreign collaboration.

\*\* Other information: The profits of the Company are in line with the current industrial scenario and are reasonable, but the remuneration payable to the Whole-Time Directors, considering their valuable contributions and increased responsibilities, as mentioned here above during their tenure exceeds the limits prescribed under Section 197 of the Companies Act, 2013 however are in line with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013. The Company is continuously working for improving production efficiency and better profitability.

**ITEM NO. 8**

Shri Suvindh Turakhia has been appointed as an Additional Director (Categorized as Independent Director) of the Company by the Board of Directors w.e.f. March 15, 2021 as recommended by Nomination and Remuneration Committee of the Board. He holds office upto the date of this ensuing Annual General Meeting. The Company has received a notice in writing from a member proposing his candidature for the office of Director of the Company.

The Company has received from him requisite consent to act as a Director and a declaration that he meets the criteria of independence as provided under section 149(6) of the Act, in connection with his appointment as an Independent Director. Copy of the draft letter for his appointment as an Independent Director would be available for inspection without any fees by the members at the

Registered office of the Company during normal business hours on any working day upto the date of ensuing Annual General Meeting. The nomination remuneration committee has also recommended his re-appointment as an Independent Director on the Board. The Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company.

Shri Suvidh Turakhia holds Possesses degree of MS and DNB in Neurosurgery. He has more than 9 Years of experience in the field of consultancy of Neurosurgeon in various Hospitals of Ahmedabad. He has experience in field of Management. Considering his qualification, expertise and experience the Board of Directors thought it desirable to appoint him as an Independent Director on the Board.

Your Directors recommend the passing of the proposed Ordinary Resolution.

Except Shri Suvidh Turakhia, being an appointee, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution

**Place: Ahmedabad**  
**Date: August 26, 2021**

**BY ORDER OF THE BOARD**  
**FOR RAJESHWARI CANS LIMITED.**  
**(Bharatkumar Vora)**  
**Chairman & Managing Director**  
**DIN: 07933391**

**REGISTERED OFFICE**  
**96, Mahagujarat Industrial estate,**  
**Moraiya, District: Sanand,**  
**Ahmedabad- 382210, Gujarat**

**RAJESHWARI CANS LIMITED**

CIN: L13209GJ2018PLC100480

**REGD OFF:** 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210, Gujarat

**PHONE:** 91-79- 29796584; **E-MAIL:** acc@rajeshwaricans.com

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**ATTENDANCE SLIP**

I /We hereby record my / our presence at the 03<sup>rd</sup> Annual General Meeting of the members of the Company will be held on Thursday, 30<sup>th</sup> September, 2021 at 12.00 P.M. at 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210

Full name of the Member:

\_\_\_\_\_

Address of the Member:

\_\_\_\_\_

\_\_\_\_\_

Folio No: \_\_\_\_\_; DP-ID No. \_\_\_\_\_

Client ID No. \_\_\_\_\_

No. of shares held:

\_\_\_\_\_

Full name of the Proxy (If attending the meeting):

\_\_\_\_\_

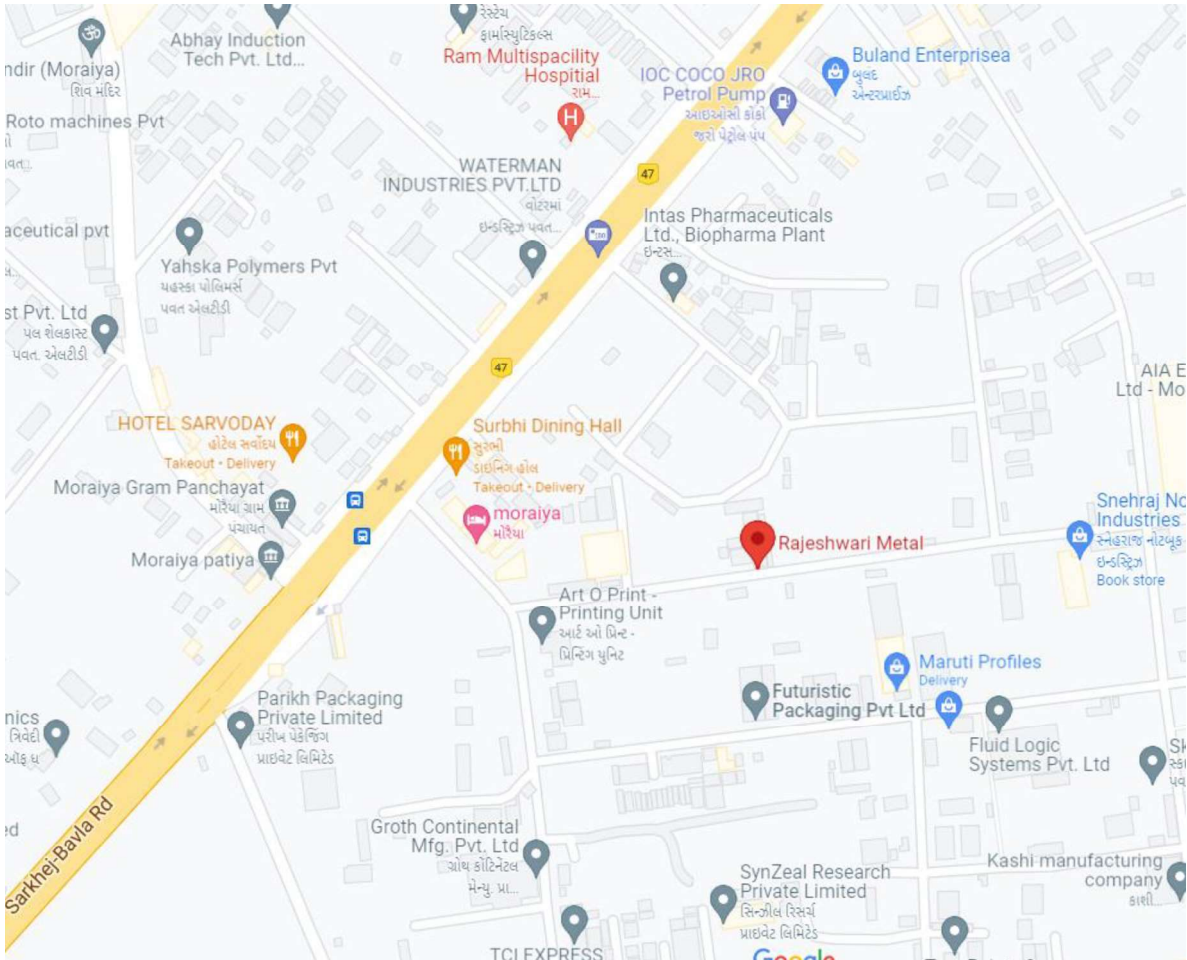
Member's /Proxy's Signature:

\_\_\_\_\_

**Note:**

1. Please complete the Folio / DP ID-Client No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.

## AGM Venue



**RAJESHWARI CANS LIMITED**

CIN: L13209GJ2018PLC100480

**REGD OFF:** 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210, Gujarat

**PHONE:** 91-79- 29796584; **E-MAIL:** acc@rajeshwaricans.com

**PROXY FORM**

FORM NO. MGT-11

**(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014.)**

Name of the member(s) : \_\_\_\_\_

Registered Address : \_\_\_\_\_

E-mail ID : \_\_\_\_\_

Folio No./ Client Id / Dp. Id: \_\_\_\_\_

No. of Shares \_\_\_\_\_

I/We, being the member(s) holding \_\_\_\_\_ 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 \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 03<sup>rd</sup> Annual General Meeting of the Company, to be held on Thursday, 30<sup>th</sup> September, 2021 at 12.00 P.M. at 96, Mahagujarat Industrial estate, Moraiya, District: Sanand, Ahmedabad- 382210 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:

Resolution No.	Particulars of Resolution	For	Against
<b>Ordinary Business:</b>			
1.	To consider and adopt the Audited Financial Statements of the Company for the year ended on March 31, 2021 and the Directors' report and Auditors' report thereon.		
2.	To re-appointment of Shri Harshadkumar Vora, as a Director who retires by rotation.		
3.	To ratified appointment of Bhagat and Co., Chartered Accountants as statutory Auditor.		
4.	To appoint Bhagat and Co., Chartered Accountants as statutory Auditor for further period of 5 year.		
<b>Special Business:</b>			
5.	To appoint Shri Pratik Vora as director of the company.		
6.	To appoint Shri Pratik Vora as Whole Time Director.		
7.	To appoint Shri Siddharth Vora as Whole Time Director.		
8.	To appoint Shri Suvidh Turakhia as an Independent Director.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ of 2021.

Signature of Shareholder \_\_\_\_\_

Affix  
Re 1  
revenue  
stamp

Signature of Proxy holder(s) \_\_\_\_\_

**Note:**

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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
3. \*\*It is optional to put '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.
4. Appointing the proxy does not prevent a shareholder from attending the meeting in person if he so wishes.
5. Please complete all details including details of member (s) in the above box before submission.