

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

To,  
The General Manager-Listing  
Corporate Relationship Department,  
BSE Limited,  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai-400001

Date:16/12/2023

**Sub: Submission of Postal Ballot Notice under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**REF.: RO Jewels Limited (Scrip Code: 543171)**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Postal Ballot Notice. The aforesaid notice along with instructions for e-voting are being sent to all eligible shareholders through permitted mode and is also available on the website of the Company at [www.rojewels.co.in](http://www.rojewels.co.in).

This is for your information and records.

Thanking You,

**FOR, RO JEWELS LIMITED**

Shah  
Shubham  
Bharatbhai

Digitally signed by  
Shah Shubham  
Bharatbhai  
Date: 2023.12.16  
15:18:19 +05'30'

**Shubham Bharatbhai Shah**  
**Managing Director**  
**(DIN: 08300065)**

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

## POSTAL BALLOT NOTICE

**(Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"),  
read with the Companies (Management and Administration) Rules, 2014)**

Dear Member(s),

Notice is hereby given that the resolution set out below is proposed to be passed by the Members of RO JEWELS LIMITED ("the Company") by means of Postal Ballot through remote e-voting only pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for inter-alia conducting postal ballot through e-voting vide General Circulars Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020 and 10/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and June 23, 2021 respectively ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons for proposing the same is annexed for your consideration and approval. The Board of Directors of the Company has appointed Ms. Neelam Rathi (Membership No. FCS: 10993, COP: 12454), representing M/s. Neelam Somani & Associates, Company Secretaries, Ahmedabad, Gujarat as the Scrutinizer, for conducting the postal ballot/e-voting process in a fair and transparent manner and National Securities Depository Limited (NSDL) to provide e-voting facility for the postal ballot.

Members should note that in terms of the General Circulars issued by Ministry of Corporate Affairs (MCA), no physical ballot form is being dispatched by the Company and the Members can cast their vote using remote e-voting facility only. In accordance 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, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is providing e-voting facility to its members, details of which are given in notes forming part of the notice. Reference to postal ballot(s) in this notice includes voting through electronic means. The Scrutinizer will submit his Report, in writing, upon completion of scrutiny of E-Voting data, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/E-Voting shall be announced on or before 18<sup>th</sup> January, 2024. The results along with the scrutinizer's report will be displayed on the Company's website and will be communicated to stock exchange, BSE Limited i.e. [www.bseindia.com](http://www.bseindia.com) where Equity Shares of the Company are listed.

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- compliancerojewels@gmail.com  
Website: www.rojewels.co.in

## Special Business:

### **ITEM NO: 1: TO INCREASE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTER CLAUSE OF MEMORANDUM OF ASSOCIATION**

To consider, and if thought fit, to give assent or dissent to the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 61 read with section 64 and all other applicable provisions, if any, of Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and rules framed there under, the consent of the members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from existing Rs.10,10,00,000 (Rupees Ten Crore Ten Lakh Only) divided into 5,05,00,000 (Five Crore Five Lakhs only) Equity Shares of Rs. 2/- each to 21,00,00,000 (Rupees Twenty One Crore Only) divided into 10,50,00,000 (Ten Crore Fifty Lakh Only) equity shares of Rs. 2/- each by creating additional 10,90,00,000 (Rupees Ten Crore Ninety Lakhs Only) divided into 5,45,00,000 (Five Crore Forty Five Lakhs Only) equity shares of Rs. 2/- each ranking pari-pasu in all respect with the existing Equity Shares of the Company and consequently Clause V of the Memorandum of Association be and is hereby substituted by the following:

“V. The Authorised Share Capital of the Company is Rs. 21,00,00,000 (Rupees Twenty One Crore Only) divided into 10,50,00,000 (Ten Crore Fifty Lakh only) Equity Shares of Rs. 2/- (Rupees Two Only) each.”

### **ITEM NO: 2: APPROVAL OF RIGHT ISSUE OF SHARES**

To consider, and if thought fit, to give assent or dissent to the following resolution as Special Resolution:

“RESOLVED THAT pursuant to provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that the Board of Directors of the Company, at its meeting held on 15<sup>th</sup> December, 2023 has, inter alia, considered, approved, subject to receipt of relevant approvals from Regulatory authorities, as may be required, Issue of Equity Shares by way of Right Issue to the existing shareholders of the Company on a record date for an amount not exceeding Rs. 50.00 Crores in accordance with the SEBI (Issue of Capital Disclosure Requirements) Regulations, 2018, as amended and the circulars issued by the SEBI; The Board of Directors of the Company also approved the formation of a Committee of Directors for the said Rights Issue to decide on the terms and conditions of the Rights Issue including the rights entitlement ratio, the issue price, record date, timing of the Rights Issue and other related matters.

Place: Ahmedabad

Date: 16-12-2023

For RO Jewels Limited

Shah Shubham  
Bharatbhai

Digitally signed by Shah  
Shubham Bharatbhai  
Date: 2023.12.16 15:18:46  
+05'30'

Shubham Bharatbhai Shah  
Chairman  
(DIN: 08300065)

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

## Notes:

1. The explanatory statement and reasons for the proposed resolutions as required under Section 102 of the Companies Act, 2013, is annexed to this notice.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 15<sup>th</sup> December, 2023 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
3. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the e-voting Cut Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
4. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
5. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the e-voting Cut-Off Date i.e. Friday, 15<sup>th</sup> December, 2023.
6. The Notice is available on the Company's website i.e. [www.rojewels.co.in](http://www.rojewels.co.in) and the websites of the Stock Exchange viz., BSE Limited i.e. [www.bseindia.com](http://www.bseindia.com) and on the website of the National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. The e-voting period commences at 9:00 A.M. (IST) on Monday, 18<sup>th</sup> December, 2023 and ends at 5:00 P.M. (IST) on Wednesday, 17<sup>th</sup> January, 2024. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered.
8. The Company has appointed Ms. Neelam Rathi (FCS: 10993) representing M/s Neelam Somani & Associates., Company Secretaries, Ahmedabad, to act as the Scrutinizer, for conducting the postal ballot process, in a fair and transparent manner.
9. The resolution, if approved, shall be deemed to have been passed on the last date of e-voting i.e. Wednesday, 17<sup>th</sup> January, 2024.

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- compliancerojewels@gmail.com  
Website: www.rojewels.co.in

## Instructions for E- Voting

The remote e-voting period begins on 18<sup>th</sup> December, 2023 at 09:00 A.M. and ends on 17<sup>th</sup> January, 2024 at 05:00 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. Friday, 15<sup>th</sup> December, 2023, 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 15<sup>th</sup> December, 2023.

## 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 for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 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.

Login method for Individual shareholders holding securities in demat mode is given below:





Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.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

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- compliancerojewels@gmail.com  
Website: www.rojewels.co.in

	<p>your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.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.nsdl.com/">https://www.evoting.nsdl.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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” 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> <b>App Store</b>       <b>Google Play</b></p> <div style="display: flex; justify-content: space-around;"></div>
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</li></ol>

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- compliancerojewels@gmail.com  
Website: www.rojewels.co.in

	<p><a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <ol style="list-style-type: none"><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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. 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>3. 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 Myeasi Tab and then click on registration option.</li><li>4. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login 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 remote e-Voting period.</p>

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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 login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</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

## **B) Login Method 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



# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

	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:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - 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.
  - How to retrieve your 'initial password'?
    - 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 mailbox. 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'.
    - 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:
- 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).
  - Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- compliancerojewels@gmail.com  
Website: www.rojewels.co.in

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.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
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**

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [neelamsomani90@gmail.com](mailto:neelamsomani90@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.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 at [evoting@nsdl.com](mailto:evoting@nsdl.com)

## **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:**

1. 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 [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com).
2. 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) to [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com). If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are

# **RO JEWELS LIMITED**

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- [compliancerojewels@gmail.com](mailto:compliancerojewels@gmail.com)  
Website: [www.rojewels.co.in](http://www.rojewels.co.in)

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 in order to access e-Voting facility.

## **ANNEXURE TO NOTICE**

### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

#### **Item No.-1**

Presently, the Authorized Share Capital of the Company is Rs. 10,10,00,000/- (Ten Crores Ten Lakhs) divided into 5,05,00,000 (Five Crore Five Lakhs Only) Equity Shares of Rs.2/- (Rupees Two Only) each. In order to expand the Capital base for infusion of additional funds by way of Share Capital, it is proposed to increase the existing Authorised Share Capital of the Company from existing Rs.10,10,00,000/- (Ten Crores Ten Lakh) to Rs.21,00,00,000 (Rupees Twenty-One Crore Only) subject to compliance of Statutory provisions of the Companies Act, 2013 and also to amend Clause V of the Memorandum of Association in this regard. As per the provisions of the Companies Act, 2013 Member's approval is required to give effect to the proposed resolution. The Board considers the said Resolution in the interest of the Company and recommend the said resolution for approval of the members as Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the resolution except to their shareholding in the Company.

#### **Item No.-2**

pursuant to the provisions of Section 62, Section 23(1)(c) and other applicable provisions of the Companies Act, 2013, along with the rules made thereunder, each as amended ("Companies Act") and in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations'), the Securities

# RO JEWELS LIMITED

810, Eighth Floore, Addore Asspire, Nr. Gulbai tekra BRTS Stop,  
Panjrapole to University Road S A C Ahmadabad City Ahmedabad GJ 380015

CIN: U74999GJ2018PLC105540  
Phone No.: 07922144429

Email- compliancerojewels@gmail.com  
Website: www.rojewels.co.in

Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Foreign Exchange Management Act, 1999, as amended, rules, regulations made thereunder and any other provisions of applicable law, and subject to other approvals, permissions and sanctions of Securities and Exchange Board of India ("SEBI"), the stock exchange where the equity shares of the Company ("Equity Shares") are listed (the "Stock Exchange"), the Reserve Bank of India, the Ministry of Corporate Affairs, the Government of India and any other concerned Statutory or regulatory authorities, if and to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities, the consent of the Board of Directors of the Company ("Board") be and is hereby accorded to offer, issue and allot equity shares at such price to be decided by the Board or its Committee to be constituted, for an amount not exceeding Rs.50 crores by way of a rights issue to the existing shareholders of the Company in such ratio to be decided by the Board of Directors/ Committee held by the shareholders as on a record date ("Shareholders"), to be decided at a later date on such other terms and conditions as may be mentioned in the Draft Letter of Offer, Letter of Offer, Abridged Letter of Offer, and/ or Application Forms to be issued by the Company in respect of the Rights Issue (collectively referred to as "Issue Documents"), to list the Equity Shares allotted pursuant to the Rights Issue, on the Stock Exchange and on such other terms and conditions as may be mentioned in the Issue Documents.

**Date: 16-12-2023**

**Place: Ahmedabad**

**For, RO Jewels Limited**

Shah Shubham Bharatbhai  
Digitally signed by Shah Shubham Bharatbhai  
Date: 2023.12.16 16:19:15 +05'30'

**Shubham Bharatbhai Shah**  
**Managing Director**  
**(DIN: 08300065)**