

RETRO GREEN REVOLUTION LIMITED

(Formally Known as Jolly Merchandise Ltd.)

Regd. Office :- C/231, 2nd Floor, 'Siddharth Excellence', Opp. D-Mart, Vasna Main Road, Vadodara - 390 015, Gujarat
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Website :- www.retrogreen.in / CIN No. : L01130GJ1990PLC014435

To,
The General Manager-Listing
Corporate Relationship Department
BSE Limited, Ground Floor,
P.J. Towers, Dalal Street, Mumbai

Date:-22nd March, 2022

Scrip Code: 519191

Dear Sir/Madam,

SUB: - OUTCOME OF EXTRA ORDINARY GENERAL MEETING

With reference to above subject and in compliance with of the Listing Regulations, we hereby submit the following outcome of the Extra ordinary General Meeting of the Members held today i.e. at 22nd March, 2022.

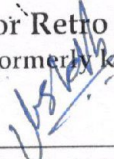
1. Approved the Reclassification of the status of promoter holding into Public holding by Shareholder of the Company.

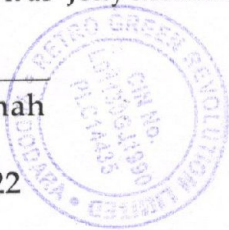
You are requested to take the same on your record please.

Thanking you.

Yours faithfully,

For Retro Green Revolution Limited
(Formerly known as 'Jolly Merchandise Ltd.')


Nimesh B. Shah
Director
DIN: 07600822



MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON TUESDAY 22ND MARCH 2022 AT 11:30 A.M. AND CONCLUDED ON 2:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT - C/231, 2ND FLOOR, SIDDHARTH EXCELLENCE, OPP. D-MART, VASNA MAIN ROAD, VADODARA, GUJARAT, 390015

CHAired BY:-

1. Mr. Narayan G. Macchi

DIRECTOR PRESENT:-

1. Mr. Nimesh B Shah
2. Mr. Narayan G. Macchi
3. Mrs. Shraddha Shah

IN ATTENDANCE:-

1. Dhanesh Shah – Company Secretary

MEMBERS:-

1. IN PERSON:- 31
2. BY PROXY:- NIL

WELCOME NOTE & QUORUM:-

Mr. Narayan G. Macchi, chairman took the chair and welcomed the shareholders at the Extra Ordinary General Meeting of the Company. He asked the Company Secretary to confirm the Quorum. The Company Secretary informed the Chairman that requisite quorum for the Extra Ordinary General Meeting is present. Then Chairman confirmed that as requisite quorum for the Meeting is present, he called the meeting in order.

Chairman requested the members to take the Notice convening the meeting as read. This was agreed by the members and Notice convening the Extra Ordinary general meeting was taken as read. He further asked the Company Secretary to take on agenda items as per the notice of the meeting.

SPECIAL BUSINESS:-

ITEM NO. 1

RECLASSIFICATION OF THE STATUS OF PROMOTER HOLDING INTO PUBLIC HOLDING:-

TYPE OF RESOLUTION: - ORDINARY

Mr. Nimesh B. Shah, proposed and Mrs. Vandana Goswami, seconded the following resolution to be passed as an Ordinary Resolution:-



“RESOLVED THAT pursuant to the provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments made thereto) (hereinafter referred to as “Listing Regulations”) including any statutory modification(s) or re-enactment thereof, for the time being in force and other applicable provisions of Listing Regulations and other applicable laws, subject to necessary approvals from SEBI Board, Stock Exchanges and other appropriate statutory authorities, as may be necessary, the consent of the Members of the Company be and is hereby accorded to reclassify the status of promoter Mr. Nileshkumar H. Khatri, holding 1,95,000/- equity shares of Rs.10/- each of the Company comprising of 4.04% of the paid up capital of the Company (hereinafter referred to as “applicants”) into “Public Category”;

RESOLVED FURTHER THAT the applicants seeking re-classification and persons related to the applicants [as defined under sub clause (ii), (iii) and (iv) of clause (pp) of sub-regulation (1) of regulation 2 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018] seeking re-classification shall not:

- (i) Individually, hold more than ten percent of the total voting rights of the Company;
- (ii) Exercise control over the affairs of the Company directly or indirectly;
- (iii) Have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreement;
- (iv) Be represented on the board of directors (including not having a nominee director) of the Company;
- (v) Act as a key managerial person in the Company;
- (vi) Be a ‘wilfull defaulter’ as per Reserve Bank of India Guidelines;
- (vii) Be a fugitive economic offender.”

RESOLVED FURTHER THAT any of the Directors of the Company, be and is hereby authorized to submit the application for reclassification to the SEBI Board, Stock Exchange, wherein the securities of the Company are listed or any other regulatory body, as may be required, and to take such steps expedient or desirable to give effect to this resolution;

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to do all such acts, deeds and things and deal with all such matters and take all such steps as may be necessary to give effect to this resolution.”

Thereafter, the chairman read and informed the shareholders about all the arrangements made for remote e-voting process and voting through e-voting at the EOGM. It was informed that Mr. Ashok V. Shelat was appointed as Scrutinizer to scrutinize the remote e-voting process & voting at the EOGM.



Results of the e-voting would be announced within 48 hours of conclusion of the Extra Ordinary General Meeting and the same would be intimated to the Stock Exchange and uploaded on the websites of the Company

Then resolution was put to vote by show of hands by chairman and resolution was adopted and approved by requisite majority.

VOTE OF THANKS AND CONCLUSION OF MEETING

Since there was no other item for discussion and consideration, the meeting ended with a vote of thanks to the chair. The Chairman, in response, warmly acknowledge the same and thanked the members present and announced the closure of meeting.

Date: 22/03/2022

Place: Vadodara



N. G. Macchi.

Chairman
(Mr.Narayan Macchi)