

# NAVODAY ENTERPRISES LTD

CIN: U74300MH2007PTC173780

Regd Office : B-713, 7th Floor, Crystal Plaza New Link Road Opposite Infinity Shopping Mall, Andheri West Mumbai City MH 400053 IN

Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com);

Telephone No.91 22 4968 6123

---

**Date: 15th October, 2022**

**To,**  
**The Bombay Stock Exchange,**  
Department of Corporate Services,  
Floor 25, P.J. Tower, Dalal Street,  
Mumbai-400 001

**BSE Script Code: 543305**

**Subject: Notice of Extra-Ordinary General Meeting schedule to be held on Monday, 7<sup>th</sup> November, 2022**

**Dear Sir/Madam,**

We wish to inform you that the Extra Ordinary General meeting of the Company is scheduled to be held on Monday, 7<sup>th</sup> November, 2022 at 2.00 p.m. at the registered office of the Company at B-713, 7th Floor, Crystal Plaza New Link Road Opposite Infinity Shopping Mall, Andheri West Mumbai City MH 400053 IN.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.  
Yours Faithfully,

**FOR NAVODAY ENTERPRISES LIMITED**

**ANAND VASANT MODE**  
**DIRECTOR**  
**DIN: 07841998**

**ENCL: As Above.**

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT EXTRA GENERAL MEETING OF THE MEMBERS OF NAVODAY ENTERPRISES LIMITED WILL BE HELD ON MONDAY, 7<sup>TH</sup> NOVEMBER, 2022 AT 02:00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN, TO TRANSACT THE FOLLOWING BUSINESS:

---

### SPECIAL BUSINESS:

#### ITEM: 1

#### ISSUE OF BONUS SHARES

To consider and if thought fit, to give assent/ dissent, to the following resolution as **ORDINARY RESOLUTION:**

“**RESOLVED THAT** in accordance with the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 read with Rule 14 of Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI from time to time, the enabling provisions of the Article 38 of Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities including approval of increase in authorised capital from members of Company and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors (“the Board”, which term shall include any person and/or Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution), the consent of the members of the Company be and is hereby accorded to the Board of the Company for capitalization of a sum not exceeding Rs. 3,85,40,000/- (Rupees Three crore Eighty Five lakh forty thousand only) standing to the credit of securities premium account and free reserve of the Company, as may be considered appropriate for the purpose of issuance of Bonus equity shares of Rs. 10/- (Rupees Ten only) each, credited as fully paid-up shares to the eligible members holding equity shares of the Company, whose names appear in the Register of Members maintained by the Company’s Registrars and Transfer Agents / List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on a ‘Record Date’ as may be determined by the Board in this regard, in the proportion of 1 (One) fully paid-up equity shares for every 1 (One) existing fully paid-up equity share held by the Members.

“**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date and shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.”

“**RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to Non-Resident Members and other Foreign Investors be subject to the approval of RBI or any other regulatory authority, as may be necessary.”

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

“RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the Bonus Equity Shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, allotting the total number of new equity shares representing such fractions to a Committee/person(s) to be appointed by the Board of Directors who would hold them in trust for such Members and shall, as soon as possible, sell such equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members who are entitled to such fractions in proportion of their respective fractional entitlements.

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchange where the securities of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.

“RESOLVED FURTHER THAT Mr. Anand Vasant Mode, Managing Director of the Company be and are hereby severally authorised to enter into agreement and/or sign, seal, deliver & execute all relevant documents and to do all act, deeds and things as may be required for the aforesaid purpose of behalf of the Company.

“RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorised to sign and forward a copy of this resolution to such authority(s)/ entity(s)/ person(s) as may be deemed necessary for giving effect to this resolution.”

By order of the Board of Directors,  
Navoday Enterprises Limited  
Sd/-  
Anand Vasant Mode  
Managing Director  
DIN- 07841998

Date: 12<sup>th</sup> October, 2022  
Place: Mumbai

Registered Office:  
B-713, 7th Floor, Crystal Plaza  
New Link Road Opposite Infinity Shopping Mall,  
Andheri West Mumbai MH 400053 IN  
CIN: U74300MH2007PTC173780  
Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Email: [info@navodayenterprise.com](mailto:info@navodayenterprise.com).

## NOTES:

- 1) An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the notice is annexed.
- 2) A Member Entitled to Attend and Vote at the EOGM is Entitled to appoint a proxy to attend and vote in the Meeting instead of himself /herself, and the Proxy Need not be a member of the Company.

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 40053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

A person can act as a proxy on behalf of not exceeding fifty (50) members in aggregate not more than ten (10) percent of the total share capital of the Company.

3) Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

4) The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the EOGM is enclosed.

5) 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 that not less than three days of notice in writing is given to the Company.

6) Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.

7) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the EOGM.

8) The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the EOGM.

9) Members are requested to notify any correction / change in their name / address including Pin Code number immediately to the Companies Register/ Depository Participant. In the event of non - availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.

10) Members are requested to kindly mention their Folio Number/ Client ID Number (in case of Demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.

11) With a view to using natural resources responsibly, we request shareholders to update their mail address, with their Depository Participants to enable the Company to send communications electronically. The Notice is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s).

12) As per Section 108 of the Companies Act, 2013, Rule 20(2) of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 the Company has not provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Depository due to non-applicability. Voting through ballot paper will only be made available at the EOGM.

13. **Mr. Brajesh Gupta, Practicing Company Secretary** (Membership No. 33070; COP: 21306) has been appointed as the scrutinizer to act as scrutinizer for the purpose of Extra Ordinary General Meeting (Ballot Voting in EOGM).

14) The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).

15) All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the EOGM.

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 40053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

16) The shareholder needs to furnish the printed 'attendance slip' and shall show a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the EOGM venue.

17) As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs.

18) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 31<sup>ST</sup> October, 2022.

19) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice through Electronic means and holding shares as of the cut-off date i.e., 31<sup>ST</sup> October, 2022 may sending a request at [info@navodayenterprise.com](mailto:info@navodayenterprise.com).

20) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the EOGM through ballot paper.

21) **Mr. Brajesh Gupta**, Practicing Company Secretary (Membership No. 33070; COP: 21306) has been appointed as the Scrutinizer for the Extra Ordinary General Meeting to scrutinize the ballot voting and process in a fair and transparent manner.

22) The Chairman shall, at the EOGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the EOGM.

23) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and shall give not later than 2 working days from the conclusion of the EOGM, 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.

24) The Results of EOGM voting will be declared along with the report of the Scrutinizer on or before 9<sup>th</sup> November, 2022 and shall be placed on the website of the Company [www.navodayenterprise.com](http://www.navodayenterprise.com) after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

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

---

**Item No: 1**

**Issue of Bonus Shares.**

Considering, inter alia the financial parameters and the position of reserves of the Company, the Board of Directors of the Company in its meeting held on Wednesday, October 12, 2022, has approved subject to the approval of the shareholders, issuance of bonus shares to the holders of Equity Shares of the Company in the ratio of 1:1 (i.e. 1 bonus equity shares of Rs.10/- for every 1 fully paid-up equity share of Rs.10/- each held) by increasing the Issued, Subscribed and Paid-up share capital of the Company to a sum not exceeding Rs. 3,85,40,000/- (Rupees Three crore Eighty Five lakh Forty thousand only) after capitalizing a sum not exceeding Rs. 3,85,40,000/- (Rupees Three crore Eighty Five lakh Forty thousand only) from Securities Premium Account or any other permitted reserves/surplus as per the

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

audited Accounts of the Company for the financial year ended March 31, 2022 and the same is proposed to be applied in paying up in full not exceeding 38,54,000 equity shares of Rs.10/- each.

The fully paid-up bonus shares shall be distributed to the members of the Company, whose names shall appear in its Register of Members on the record date to be determined by the Board of Directors of your Company (which term shall be deemed to include any committee thereof) for the purpose of issue of bonus shares, in the proportion of 1 (One) bonus shares of Rs.10/- for every 1 (One) equity share of Rs.10/- each held by them on the record date.

The bonus shares so allotted shall rank pari passu in all respect with the fully paid-up equity shares of the Company as existing on the record date.

The Directors, their relatives, Key Managerial Personal and their relatives may be deemed to be interested in the proposed resolution to the extent of their respective shareholding in the capital of the Company and they will be entitled to receive bonus shares.

The Board of Directors of your Company recommends this resolution for shareholders' approval as Ordinary Resolution.

By order of the Board of Directors,  
Navoday Enterprises Limited  
Sd/-  
Anand Vasant Mode  
Managing Director  
DIN- 07841998

Date: 12<sup>th</sup> October, 2022

Place: Mumbai

Registered Office:  
B-713, 7th Floor, Crystal Plaza  
New Link Road Opposite Infinity Shopping Mall,  
Andheri West Mumbai MH 400053 IN  
CIN: U74300MH2007PTC173780  
Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Email: [info@navodayenterprise.com](mailto:info@navodayenterprise.com).

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]

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

Name of the Member(s)		
Registered Address		
E-mail Id:	Folio No /Client ID:	DP ID:

Name:	E-mail Id:
Address:	
Signature, or failing him	

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 AT B-713, 7th Floor, Crystal Plaza New Link Road Opposite Infinity Shopping Mall, Andheri West Mumbai MH 400053 IN , on Monday 07<sup>th</sup> November, 2022 at 02:00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(S)	I/we assent to the Resolution (FOR)	I/we dissent to the Resolution (AGAINST)
1.	Issue of Bonus Shares		

**\*Applicable for investors holding shares in electronic form.**

Signed this \_\_\_ day of \_\_\_ 2022

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder Across Revenue Stamp

Affix Revenue  
Stamps

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) The proxy need not be a member of the company.

## ATTENDANCE SLIP

(Full name of the members attending \_\_\_\_\_)

# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

(In block capitals)

Ledger Folio No./Client ID No. No. \_\_\_\_\_ of shares held:

Name of Proxy \_\_\_\_\_

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the Extra Ordinary General Meeting of the Navoday Enterprises Limited AT B-713, 7th Floor, Crystal Plaza New Link Road Opposite Infinity Shopping Mall, Andheri West Mumbai MH 400053 IN , on Monday 07<sup>th</sup> November, 2022 at 02:00 P.M.

## **(Member's /Proxy's Signature)**

Note:

- 1) Members are requested to bring their copies of the Notice to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

## **POLLING PAPER (FORM MGT-12)**

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



# NAVODAY ENTERPRISES LTD

Regd Office : B-713, 7TH FLOOR, CRYSTAL PLAZA NEW LINK ROAD OPPOSITE  
INFINITY SHOPPING MALL, ANDHERI WEST MUMBAI MH 400053 IN,  
Email: [navodayenterprisespvtltd@gmail.com](mailto:navodayenterprisespvtltd@gmail.com) Website: [www.navodayenterprise.com](http://www.navodayenterprise.com)  
Telephone No. 91 22 4968 6123  
CIN: U74300MH2007PLC173780

<b>Name of the Company: NAVODAY ENTERPRISES LIMITED</b>		
<b>Registered Office:</b> B-713, 7th Floor, Crystal Plaza New Link Road Opposite Infinity shopping Mall, Andheri West Mumbai MH 400053 IN		
<b>CIN:</b> U74300MH2007PLC173780		
<b>BALLOT PAPER</b>		
S. No.	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares
5.	Number of Shares Held	

I hereby exercise my vote in respect of Ordinary/Special Resolutions numerated below by recording my assent or dissent to the said resolutions in the following manner:

S. No.	Item No.	Type of Resolution	No. of Shares held by me	I assent to the Resolution	I dissent from resolution
1.	Issue of Bonus Shares	Ordinary			

Place: Mumbai

Date:

Signature of the shareholder)

(\*as per Company records)