



R.J. SHAH & CO. LTD.
ENGINEERS & CONTRACTORS

MOBILE : 9869083044
E-MAIL : rjshahandco191@gmail.com
WEBSITE : www.rjshahandco.com
Regd. Office :
NEAR WADALA CONTAINER YARD,
MAHUL ROAD, ANTOP HILL,
MUMBAI - 400 037. (INDIA)
CIN NO. : L45202MH1957PLC010986
GSTIN : 27AAACR2584D1ZI

Ref.No.R/099/2024

2nd May 2024

To,
The Manager
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Script Code - 509845

Dear Sir/Madam,

Subject: Addendum to the Notice of the Extra-Ordinary General Meeting of the Company scheduled to be held on May 7, 2024.

This is further to our letter no. R/086/2024 dated April 18, 2024, regarding Notice of the Extra-Ordinary General Meeting of the Company.

Subsequent to the issuance of the EGM Notice, it is being desired to propose the candidature of Mr Sunil Pitamber Masand (DIN-00371211) and Mrs. Swati Rajesh Agrawal (DIN-00402476) for confirming as Director of the Company liable to retire by rotation in the above EGM . Accordingly, the proposal for appointment of Mr Sunil Pitamber Masand (DIN-00371211) and Mrs. Swati Rajesh Agrawal (DIN-00402476)as Director of the Company liable to retire by rotation shall be taken up for consideration by the Members of the Company at the EGM as a part of Special Business, in the form of an Ordinary Resolution.

We are enclosing herewith Addendum to the Notice of the EGM of the Members of the Company to be held on May 07,2024 at 3:30 PM (IST) through Video Conferencing/ Other Audio-Visual Means. This Addendum shall be deemed to be an integral part of the original Notice dated April 13, 2024 and the notes provided therein.

In compliance with the applicable Circulars issued by MCA and SEBI, the Addendum to the Notice is being sent only through electronic mode to those Members whose email IDs are registered with the Company/ Depositories. The Addendum to the Notice of EGM is also available on the website of the Company at www.rjshahandco.com.

Request you to kindly take the above intimation on record.

Thanking You,

Yours faithfully,
For R J SHAH AND COMPANY Limited

KALINDI R SHAH
Managing Director
DIN No.: 0402482

Enclosed: Addendum to the Notice of EGM



R.J. SHAH & CO. LTD.
ENGINEERS & CONTRACTORS

MOBILE : 9869083044
E-MAIL : rjshahandco191@gmail.com
WEBSITE : www.rjshahandco.com
Regd. Office :
NEAR WADALA CONTAINER YARD,
MAHUL ROAD, ANTOP HILL,
MUMBAI - 400 037. (INDIA)
CIN NO. : L45202MH1957PLC010986
GSTIN : 27AAACR2584D1Z1

ADDENDUM TO THE NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

- * This is an addendum to the Notice of the Extra-Ordinary General Meeting (EGM) of the Company will be held on Tuesday, May 07, 2024 at 3.00 p.m. through Video Conferencing / Other Audio Visual Means to transact the following special businesses:

SPECIAL BUSINESS:

1: REGULARISATION OF APPOINTMENT OF Mrs. SWATI RAJESH AGRAWAL (DIN 00402476) FROM ADDITIONAL DIRECTOR TO DIRECTOR:

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

“RESOLVED that pursuant to the provisions of Sections 152, 160 & 161 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mrs. SWATI RAJESH AGRAWAL (DIN 00402476) who was appointed as an Additional Director of the Company w.e.f. 1st April, 2024 by the Board of Directors and who holds office as such up to the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company with immediate effect, who is liable to retire by rotation”.

FURTHER RESOLVED THAT Directors/Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

2. REGULARISATION OF APPOINTMENT OF MR. SUNIL MASAND (DIN 00371211) FROM ADDITIONAL DIRECTOR TO DIRECTOR:

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

“RESOLVED that pursuant to the provisions of Sections 152, 160 & 161 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), MR. SUNIL MASAND (DIN 00371211) who was appointed as an Additional Director of the Company w.e.f. 1st April, 2024 by the Board of Directors and who holds office as such up to the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company with immediate effect, who is liable to retire by rotation”.

FURTHER RESOLVED THAT Directors/Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.

Notes:

1. Relevant documents referred to in this Addendum to Notice of EGM are available electronically for inspection by the members on all working days during normal business hours upto the date of EGM.
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), as amended read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended ('SEBI LODR Regulations'), which sets out details relating to Special Business (being considered unavoidable by the Board of Directors) at the meeting, is annexed hereto and forms part of the notice.
3. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. This addendum to the Notice of AGM is available on the website of the Company at www.rjshahandco.com, websites of the Stock Exchanges i.e. www.bseindia.com and on the website of e-voting service provider i.e. Central Depository Services (India) Limited (CDSL)
5. Members are requested to read the EGM Notice in conjunction with this Addendum and all other contents of the EGM Notice remain unchanged. All documents referred to in this Addendum shall be made available for inspection by the Members in the manner set out in the EGM Notice.

For R J SHAH AND CO LIMITED



KALINDI R SHAH
Managing Director
Din No. 0402482
PLACE: MUMBAI
DATED: 30/04/2024

REGISTERED OFFICE : Mahul Road, Antop Hill, Mumbai – 400 037.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

The Members are requested to note that Mrs. SWATI RAJESH AGRAWAL (DIN 00402476) was appointed as the Additional Director on the Board by a Board resolution passed on 06.04.2024 w.e.f 01.04.2024. she is a Non-Executive Non-Independent Director liable to retire by rotation. The members are requested to regularise her appointment from Additional Director to Director.

Additional Information of Directors seeking re-appointment/appointment at the General Meeting pursuant to Secretarial Standards II:


Particulars	Details
Name of the Director	Mrs. SWATI RAJESH AGRAWAL (DIN 00402476)
Date of Birth	30/09/1953
Date of Appointment	01.04.2024
Qualifications	M.sc (Microbiology), B.Ed, Diploma in Market Research
Expertise in specific functional areas	Corporate Law and Finance, Having already served on the board of R J Shah and Co Limited as a Director Since 1997, and lastly served as independent director for 2 terms ending on 31.03.2024
Directorships held in other Public Companies, Private Limited Companies(excluding foreign and Section 8 Companies)	One, RAJENDRA SHIPPING PRIVATE LIMITED as a Director
Number of shares held in the Company	1000
Relationship with other Directors, Manager or Key Managerial Personnel, if any	One, Swati Agrawal is related to Mr. Pranav Rajesh Agrawal (Proposed Independent Director)
Last drawn Remuneration	NA

Item No. 2

The Members are requested to note that Mr. SUNIL PITAMBER MASAND (DIN 00371211) was appointed as the Additional Director on the Board by a Board resolution passed on 06.04.2024 w.e.f 01.04.2024. He is a Non-Executive Non-Independent Director liable to retire by rotation. The members are requested to regularise his appointment from Additional Director to Director.

Additional Information of Directors seeking re-appointment/appointment at the General Meeting pursuant to Secretarial Standards II:

Particulars	Details
Name of the Director	Mr. SUNIL PITAMBER MASAND (DIN 00371211)
Date of Birth	25/03/1962
Date of Appointment	01.04.2024
Qualifications	Degree in Law & Chartered Accountant
Expertise in specific functional areas	Taxation and Corporate Advisory, Having already served on the board of R J Shah and Co Limited as a Director Since 1996, and lastly served as independent director for 2 terms ending on 31.03.2024
Directorships held in other Public Companies, Private Limited Companies(excluding foreign and Section 8 Companies)	Nil
Number of shares held in the Company	2400
Relationship with other Directors, Manager or Key Managerial Personnel, if any	NA
Last drawn Remuneration	NA



For R J SHAH AND CO LIMITED

KALINDI R SHAH
Managing Director
Din No. 0402482
PLACE: MUMBAI
DATED: 30/04/2024

REGISTERED OFFICE :
Mahul Road,
Antop Hill,
Mumbai – 400 037.