

# SUNGOLD MEDIA AND ENTERTAINMENT LIMITED

CIN: L22100GJ1995PLC024944

Registered office: 13, Radhakrushna Mandir Compound, Village- Rajpipla, Nandod, Narmada-393145

E- Mail ID: sungoldmediaent@gmail.com , Contact No. +91-9099018633

Date: 16.07.2019

To,

The Manager,  
Bombay Stock Exchange Limited,  
P.J.Tower, Dalal Street  
Fort, Mumbai-400001

Scrip Code: 541799

Sub: Intimation regarding the date of Annual General meeting and Book Closure

Dear Sir/Madam,

Pursuant to regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Register of members and Share transfer Books of Sungold Media And Entertainment Limited ('the Company') will remain close for the purpose of Annual General Meeting of the Company to be held on Saturday, August, 10, 2019 as under;

**Book Closure Date:**

Sunday, 4th August, 2019 to Saturday 10th August, 2019 (Both Days Inclusive)

Further Annual General Meeting of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 will be held as under:

**Annual general meeting:**

Day and date	Saturday, August, 10, 2019
Time	12.00 pm
Venue	13, Radhakrushna Mandir Compound, Rajpipla, Narmada-393145

A copy of Notice of Annual General Meeting is attached herewith.

Kindly take note of the same.

Thanking you

Yours Faithfully,

For Sungold Media And Entertainment Limited

*M. N. Mistry*

CS Madhuri Mistry

Company Secretary & Compliance Officer

Membership No. - A37347



CC:-

Central Depository Services (India) Ltd-25<sup>th</sup> floor, A Wing, Marathon Futurex N.M. Joshi Marg, Lower Parel (e), Mumbai-400013

National Securities Depositories Ltd- Trade World, A Wing, 4<sup>th</sup> & 5<sup>th</sup> Floors, Kamala Mills Compound Lower Parel (e), Mumbai-400013

Satellite Corporate Services Pvt. Ltd.- Unit No. 49, Building No. 13 AB, 2nd Floor, Samhita Commercial Co-Op Society Ltd, Off Andheri Kurla Road, MTNL Lane, Sakinaka, Mumbai - 400072.

## NOTICE

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of the Members of **Sungold Media And Entertainment Limited** will be held at 13, Radhakrushna Mandir Compound, Rajpipla, Narmada-393145 on Saturday, August 10, 2019 at 12.00 pm to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider & adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2019 including Balance Sheet as at March 31, 2019, Profit & Loss Account for the year ended on that date and the Report of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Keyur Gandhi (DIN: 03494183), who retires by rotation and being eligible, seeks re-appointment.

### SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modifications, the following resolution, as an **Ordinary Resolution**:

**"RESOLVED THAT** Ms. Heena Parekh (DIN:08150364) who was appointed as an Additional Independent Director of the Company by the Board of Directors w.e.f. August 31, 2018 and who holds office up to the date of Annual General Meeting, in terms of Section 161 of the Companies Act, 2013 (hereinafter referred to as the Act), and in respect of whom the Company has received a notice from her under Section 160 of the Companies Act, 2013 signifying her intention to propose herself as a candidate for the office of an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 years from the conclusion of this Annual General Meeting till the conclusion of Twenty Ninth Annual General Meeting on the Board of the Company.

**RESOLVED FURTHER THAT** any Director or the Company Secretary/Authorized person of the Company, be and is hereby authorized to sign and submit the necessary forms to the appropriate authorities and to perform all such acts, deeds and things as he or she may in his absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution."

4. To consider and, if thought fit, to pass, with or without modifications, the following resolution, as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Sections 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and other applicable provisions, Mr. Daiv Kotia (DIN: 08357597) be and is hereby appointed as Whole Time Director (KMP) for a period of five years on terms and conditions including such remuneration of Rs. 1,00,000/- per month and other perquisites as stated in the WTD Agreement executed between Mr. Daiv Kotia and the Company dated 30.05.2019, subject to the approval of members in the ensuing Annual General Meeting.

**RESOLVED FURTHER THAT** Mr. Daiv Kotia, in the capacity of Whole Time Director (KMP) will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the company, from time to time.

**RESOLVED FURTHER THAT** any director of the Company, be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

By the order of the Board of Directors  
For Sungold Media And Entertainment Limited

*M. N. Mistry*  
Madhuri Mistry  
Company Secretary & Compliance Officer

Place: Rajpipla  
Date: July 16, 2019

Regd office: 13, Radhakrushna Mandir Compound,  
Village- Rajpipla Nandod Narmada-393145  
CIN: L22100GJ1995PLC024944  
Email: [sungoldmediaent@gmail.com](mailto:sungoldmediaent@gmail.com) / [info@sungoldmediaent.com](mailto:info@sungoldmediaent.com)  
Website: [www.sungoldmediaent.com](http://www.sungoldmediaent.com)  
Tel No. +91-9099018633



**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL TO VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
3. Explanatory statement pursuant to section 102 of the Companies Act, 2013 setting out the details relating to the special business to be transacted at the Annual General Meeting is annexed hereto.
4. Pursuant to the provision of Section 91 of the Companies Act, 2013, the register of Members and the Share Transfer Books of the Company will remain close from Sunday, 4<sup>th</sup> August, 2019 to Saturday 10<sup>th</sup> August, 2019 (Both Days Inclusive).
5. All documents referred to in accompanying Notice and Statement pursuant to section 102 shall be open for inspection at the registered office of the Company during the office hours on all working days, between 11:00 A.M. to 3:00 P.M. up to the date of conclusion of AGM.
6. Members/Proxies should bring the attendance slip duly filled in and signed for attending the AGM. Duplicate attendance slip will not be provided at the hall.
7. As per regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, the brief profile of the Directors including those proposed to be appointed/reappointed is annexed to this Notice.
8. At the ensuing Annual General Meeting, Mr. Keyur Gandhi (DIN: 03494183), retires by rotation and seek re-appointment.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their DEMAT account.
10. Queries on accounts and operations of the Company, if any, may be sent to the Company Secretary of the Company, ten days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.
11. Members can inspect the register of Director and Key Managerial personnel and their shareholding, required to be maintained under section 170 of the Companies Act, 2013 during the course of the AGM at the venue.
12. All transfer deeds, requests for change of address, bank particulars/mandates/ECS mandates, PAN in respect of the shares held in electronic form should be sent to the respective Depository Participants by the members well in time.



13. Pursuant to section 72 of the Companies Act, 2013 members holding shares in electronic form may file nomination in the prescribed Form SH-13 (a copy of which is placed on the website of Company [www.sungoldmediaent.com](http://www.sungoldmediaent.com)) with the respective depository participant.
14. Members are requested to bring their copy of Annual Report to the AGM. Members/Proxies should bring the attendance slip duly filled in and signed for attending the AGM. Duplicate attendance slip will not be provided at the meeting venue.
15. In case of the joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
16. Members holding shares in electronic mode are requested to intimate any change in their address to their Depository Participant (s).
17. In terms of section 101 & 136 of the Act, read together with the rules made there under, the Listed Companies may send the notice of AGM and the Annual Report including all Financial Statements, Board Report etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their e-mail IDs with their respective DPs or with the Share Transfer Agent of the Company. The e-mail addresses indicated in your respective Depository Participant (DP) accounts, which will be periodically downloaded from NSDL/CDSL, will be deemed to be your registered e-mail address for serving notices/documents including those covered under Section 136 of the Companies Act, 2013 read with rule 11 of the Companies (Accounts) Rules, 2014. The Notice of AGM and the copies of audited financial statements, Boards' Report, Auditors' Report etc. will also be displayed on the website [www.sungoldmediaent.com](http://www.sungoldmediaent.com) of the Company. All the members are requested to ensure to keep their e-mail addresses updated with the Depository Participants.

**18. E- VOTING PROCESS:**

In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in pursuance to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 your Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting by electronic means and business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL). It is hereby clarified that it is not mandatory for a member to vote using the E-voting facility and a member may avail of the facility at his/her discretions, subject to compliance with the instruction for E-Voting given below.

In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, the Chairman of the Company may order a poll on his own motion in terms of Section 109 of the Companies Act, 2013 for the businesses specified in the accompanying notice. For abundant clarity, in the event of poll, please note that the Members who have exercised their right to vote by electronic means shall not vote by way of poll at the Meeting. The Company is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically. The procedure and instructions for the same are as follows:

**The remote e- voting facility will be available during the following voting period:**

Commencement of remote e- voting Tuesday August 06, 2019 (9.00am)	End of remote e- voting Friday August 09, 2019 (5.00pm)
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- (i) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Saturday, August 03, 2019 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).



- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form:</b>	
<b>PAN*</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this notice.
- (xi) Click on the EVSN for the relevant < 190716010 > on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If demat account holder has forgotten the same password then enter the User ID and the image verification code and click on forgot password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from Google play store. iPhone and windows phone users can download the app from the app store and the windows phone store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in pdf format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (xxi) The voting rights of the shareholders shall be proportionate to their shares of the paid up capital of the Company as on the cut-off date of Saturday, August 03, 2019.
- (xxii) Mr. Suhas Ganpule, Practicing Company Secretary (Membership No. 12122, COP No. 5722), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
19. The Chairman shall, at the AGM, 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 poll for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
20. The scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, 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.

21. The results declared along with the report of the scrutinizer's shall be placed on the website of the Company [www.sungoldmediaent.com](http://www.sungoldmediaent.com) and on the website of CDSL immediately 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, Mumbai.

By the order of the Board of Directors  
For Sungold Media And Entertainment Limited

*M. N. Mistry*

Madhuri Mistry

Company Secretary & Compliance Officer

Place: Rajpipla  
Date: July 16, 2019

Regd office: 13, Radhakrushna Mandir Compound,  
Village- Rajpipla Nandod Narmada-393145

CIN: L22100GJ1995PLC024944

Email: [sungoldmediaent@gmail.com](mailto:sungoldmediaent@gmail.com) / [info@sungoldmediaent.com](mailto:info@sungoldmediaent.com)

Website: [www.sungoldmediaent.com](http://www.sungoldmediaent.com)

Tel No. +91-9099018633



**ANNEXURE TO NOTICE**

**Details of Directors seeking Appointment/Re- appointment at the Annual General Meeting**

Names of the Director appointed	Ms.Heena Shaileshbhai Parekh	Mr. Daiv Kotia	Mr. Keyur Gandhi
Date of Birth	07.12.1998	03.05.1997	17.07.1974
Date of Appointment	31.08.2018	30.05.2019	10.11.2013
DIN	08150364	08357597	03494183
Qualifications	Higher Secondary Education and by Profession Model	Bachelor of Commerce	Bachelor of Commerce
Expertise in specific functional area	Modeling, Acting	Health and Fitness (BFY)	Print and Electronic Media, Graphics and Designing
Disclosure of relationships between directors inter-se;	NA	NA	NA
Names of other listed entities in which the person also holds the directorship and the membership of Committees of the board;	NA	NIL	Shree Krishna Infrastructure Limited
Chairmanships/Memberships of the Committee of other public companies (including only Audit Committee and Stakeholders Relationship Committee)	NA	NIL	Chairman of Stakeholder's Relationship Committee & Member of Audit Committee
Number of Shares held in the Company	NA	NIL	43,880

**EXPLANATORY STATEMENT:**

IN CONFORMITY WITH THE PROVISIONS OF SECTION 102(1) OF THE COMPANIES ACT, 2013 THE FOLLOWING EXPLANATORY STATEMENT SETS OUT ALL THE MATERIAL FACTS RELATING TO THE ITEMS OF SPECIAL BUSINESS AT ITEM NO. 3 AND ITEM NO. 4 OF THE NOTICE AND THE SAME SHOULD BE TAKEN AS FORMING PART OF THE NOTICE.

**Item No. 3:**

Pursuant to the provisions of the Section 161 of the Companies Act, 2013(hereinafter referred to as the Act), the Board of Directors appointed Ms. Heena Parekh (DIN: 08150364) as an Additional Director of the Company on August 31, 2018, who holds office up to the date of this Annual General Meeting.

The Company has received a notice in writing from a member pursuant to Section 160 of the Act, the appointment of Ms. Heena Parekh was recommended by the Nomination and Remuneration Committee and same was approved and considered by board of directors of the Company subject to approval of shareholder in ensuing Annual General Meeting of the Company. The Company has received from Ms. Heena Parekh (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act.





None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Ms. Heena Parekh (whose appointment is proposed in this resolution) is in any way concerned or interested in the resolution.

The resolution seeks the approval of shareholders for the appointment of Ms. Heena Parekh as an Independent Director. She shall not be liable to retire by rotation. The Board of Directors commenced passing of the resolution set out in item No. 3 of the Notice for the approval of the shareholders.

**Item No. 4:**

Pursuant to Sections 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and other applicable provisions, Mr. Daiv Kotia (DIN: 08357597) has been appointed as the Whole Time Director(KMP). The term of office of Mr. Daiv Kotia as Whole Time Director (KMP) of the Company will be for 5 years with effect from 30.05.2019 on terms and conditions including such remuneration of Rs. 1,00,000/- per month and other perquisites as stated in the Whole Time Director Agreement executed between Mr. Daiv Kotia and the Company dated 30.05.2019.

The Directors recommend the resolution for member's approval. . The Board of Directors commenced passing of the resolution set out in item No. 4 of the Notice for the approval of the shareholders.

Except Mr. Daiv Kotia, none of the Directors, Key Managerial Personnel are in any way concerned or interested, financially or otherwise in this Resolution.

By the order of the Board of Directors  
For Sungold Media And Entertainment Limited

*M. N. Mistry*

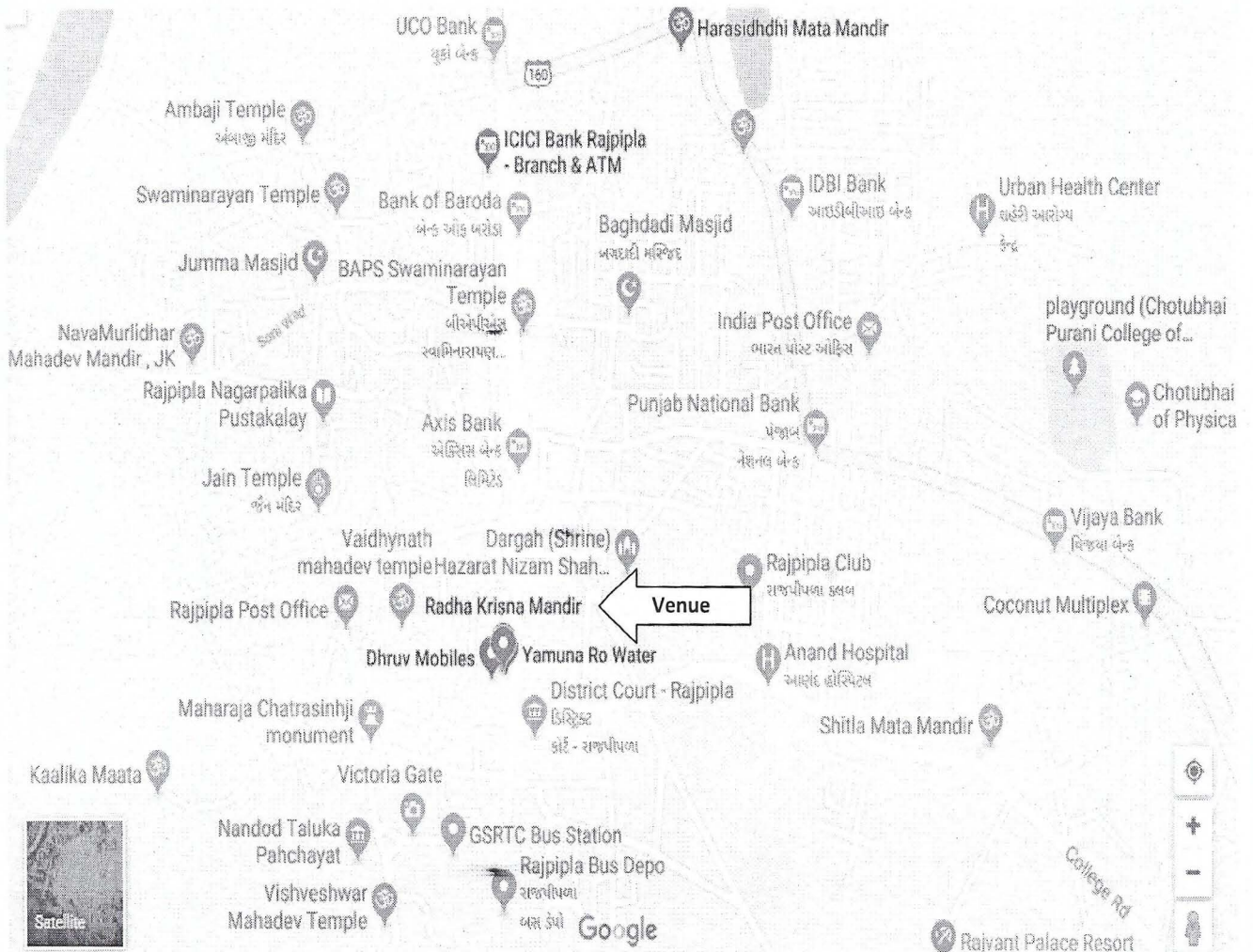
Madhuri Mistry  
Company Secretary & Compliance Officer



Place: Rajpipla  
Date: July 16, 2019

Regd office: 13, Radhakrushna Mandir Compound,  
Village- Rajpipla Nandod Narmada-393145  
CIN: L22100GJ1995PLC024944  
Email: [sungoldmediaent@gmail.com](mailto:sungoldmediaent@gmail.com)/ [info@sungoldmediaent.com](mailto:info@sungoldmediaent.com)  
Website: [www.sungoldmediaent.com](http://www.sungoldmediaent.com)  
Tel No. +91-9099018633

# Route map of the venue of 24<sup>th</sup> Annual General Meeting



**SUNGOLD MEDIA AND ENTERTAINMENT LIMITED (CIN: L22100GJ1995PLC024944)**  
 Regd. off: 13, Radhakrushna Mandir Compound, Rajpipla, Narmada-393145  
 Contact No. +90-9099018633, E-mail id: [Sungoldmediaent@gmail.com](mailto:Sungoldmediaent@gmail.com) Website: [www.sungoldmediaent.com](http://www.sungoldmediaent.com)

**ATTENDANCE SLIP (to be presented at the entrance)**

24<sup>th</sup> Annual General Meeting - Saturday, August 10, 2019 at 12:00 pm at  
 Regd. off: 13, Radhakrushna Mandir Compound, Rajpipla, Narmada-393145  
 Folio No. \_\_\_\_\_ DP ID. \_\_\_\_\_ Client ID No. \_\_\_\_\_ No. of Shares: \_\_\_\_\_

Name of the Member \_\_\_\_\_  
 Signature \_\_\_\_\_

Name of the Proxy Holder \_\_\_\_\_  
 Signature \_\_\_\_\_

Only Member/Proxy holder can attend the meeting.  
 Member/proxy holder should bring his/her copy of Annual Report for reference at the Meeting.

**SUNGOLD MEDIA AND ENTERTAINMENT LIMITED (CIN: L22100GJ1995PLC024944)**  
 Regd. off: 13, Radhakrushna Mandir Compound, Rajpipla, Narmada-393145  
 Contact No. +90-9099018633, E-mail id: [Sungoldmediaent@gmail.com](mailto:Sungoldmediaent@gmail.com) Website: [www.sungoldmediaent.com](http://www.sungoldmediaent.com)

**PROXY FORM (Form MGT - 11)**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rule, 2014]

Name of the Member(s) : \_\_\_\_\_  
 Registered address : \_\_\_\_\_  
 Email Id : \_\_\_\_\_  
 Folio No. /Client ID No : \_\_\_\_\_ DP ID No: \_\_\_\_\_  
 I/We, being the member(s) of \_\_\_\_\_ shares of Sungold Media And Entertainment Ltd, hereby appoint:  
 Name: \_\_\_\_\_ Email ID: \_\_\_\_\_  
 Address: \_\_\_\_\_ Signature: \_\_\_\_\_  
 or failing him  
 Name: \_\_\_\_\_ Email ID: \_\_\_\_\_  
 Address: \_\_\_\_\_ Signature: \_\_\_\_\_  
 or failing him  
 Name: \_\_\_\_\_ Email ID: \_\_\_\_\_  
 Address: \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on poll) for me/us an on my /our behalf at the 24<sup>th</sup> Annual General Meeting of the Company to be held on Saturday, August 10, 2019 at 12:00 pm at Regd. off: 13, Radhakrushna Mandir Compound, Rajpipla, Narmada-393145 at any adjournment thereof and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution
<b>ORDINARY BUSINESS</b>	
1.	To receive, consider & adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2019 including Balance Sheet as at March 31, 2019, Profit & Loss Account for the year ended on that date and the Report of the Auditors and Directors thereon.
2.	To appoint a Director in place of Mr. Keyur Gandhi (DIN: 03494183), who retires by rotation and being eligible, seeks re-appointment.
<b>SPECIAL BUSINESS</b>	
3.	Regularisation of Ms. Heena Parekh (DIN: 08150364) as an Independent Director of the Company
4.	Appointment of Mr. Daiv Kotia (DIN: 08150364) as a Whole Time Director (KMP) of the Company.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

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

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

Affix  
 Revenue  
 Stamp

**NOTE:**

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 meeting.  
 Those members who have multiple folios with different joint holders may use copies of this attendance slip/proxy.

