

# LE LAVOIR LIMITED

CIN: L74110GJ1981PLC103918

**Regd. Office:** Digvijay Plot, Street No. 51, Opposite Makhicha Nivas,  
Jamnagar – 361 005, Gujarat

**E-mail:** [info@rholdings.org](mailto:info@rholdings.org)

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**Date:** 23<sup>rd</sup> December, 2024

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir/ Ma'am,

**Sub: Addendum to Notice of the Extra-Ordinary General Meeting (“EGM”) of Le Lavoir Limited to be held on Friday, 27<sup>th</sup> December, 2024 at 03:00 P.M. through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”)**  
**Ref: Security Id: LELAVOIR/ Code: 539814**

In due compliance with the provisions of the Companies Act, 2013 read with rules made thereunder M/s. “Le Lavoir Limited” (“**the Company**”) circulated a Notice dated 30<sup>th</sup> November, 2024 (“**EGM Notice**”) and Addendum to the said Notice dated 30<sup>th</sup> November, 2024 to all its shareholders for convening the Extra-Ordinary General Meeting (“EGM”) as mentioned above.

Addition of agendas (Resolutions along with the Explanatory Statement) to the notice of Extra-Ordinary General Meeting scheduled to be held on Friday, 27<sup>th</sup> December, 2024. Accordingly, vide this Addendum, we wish to inform our shareholders that this addendum shall be read in conjunction with the Notice of Extra-Ordinary General Meeting scheduled to be held on Friday, 27<sup>th</sup> December, 2024.

Other contents of the EGM Notice remain unchanged. This Addendum shall form an integral part of EGM Notice and shall also be available at on Company’s website at <https://www.thelelavoir.com/> and on the website of the Stock Exchange i.e. BSE Limited (NSE) at <https://www.bseindia.com/>.

Kindly take the same on your record and oblige us.

Thanking You.

**For, Le Lavoir Limited**

**Sachin Kapse**  
**Managing Director**  
**DIN: 08443704**

**ADDENDUM TO NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF LE LAVOIR LIMITED SCHEDULED TO BE HELD ON FRIDAY, 27<sup>TH</sup> DECEMBER, 2024**

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Addendum to Notice of the Extra-Ordinary General Meeting of Le Lavoir Limited scheduled to be held on Friday, 27<sup>th</sup> December, 2024 at 03:00 P.M. through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”).

Notice is hereby given pursuant to the applicable provisions of the Companies Act, 2013, as amended (the “Act”) and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) relating to addition of agendas for approval of shareholders in the upcoming Extra-Ordinary General Meeting. Attention of the shareholders is specifically drawn to the attached resolutions along with the explanatory statements and that other contents of the notice of EGM remains unchanged.

**RESOLUTIONS:**

**3. Appointment of Mr. Ashok Dilipkumar Jain (DIN: 03013476) as Chairman and Non-Executive & Non-Independent Director of the Company:**

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

**“RESOLVED THAT,** pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ashok Dilipkumar Jain (DIN: 03013476), who was appointed as an Additional Non-Executive and Non-Independent Director of the Company with effect from 19<sup>th</sup> November, 2024 in terms of Section 161 of the Act and Articles of Association of the Company, whose term of office expires in this General Meeting and who qualifies for being appointed as a Chairman and Non-Executive & Non-Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Chairman and Non-Executive & Non-Independent Director of the Company and shall be liable to retire by rotation.”

**“RESOLVED FURTHER THAT,** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

**4. Appointment of Mr. Pradeep Sutodiya (DIN: 01025354) as Non-Executive and Independent Director of the Company:**

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

**“RESOLVED THAT,** in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Pradeep Sutodiya (DIN: 01025354), who was appointed as an Additional Non-Executive and Independent Director of the Company in terms of Section 161 of the Act and whose term of office expires as on this General Meeting and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in

writing under Section 160 of the Act from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years with effect from 19<sup>th</sup> November, 2024 to 18<sup>th</sup> November, 2029.”

“**RESOLVED FURTHER THAT**, the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.

**Registered Office:**

Digvijay Plot, Street No. 51,  
Opposite Makhicha Nivas, Jamnagar,  
Gujarat, India – 361 005

**Date:** 23<sup>rd</sup> December, 2024

**Place:** Jamnagar

**By order of the Board  
For, Le Lavoir Limited**

**Sd/-  
Sachin Vishnu Kapse  
Managing Director  
DIN: 08443704**

**ANNEXURE TO NOTICE**

**EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013**

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**Item No. 3:**

Pursuant to provisions of Section 161 of the Companies Act, 2013 and pursuant to the Articles of Association of the Company, the Board of Directors of the Company has appointed Mr. Ashok Dilipkumar Jain (DIN: 03013476) as an Additional Non-Executive and Non-Independent Director of the Company with effect from Tuesday, 19<sup>th</sup> November, 2024. Mr. Ashok Dilipkumar Jain is a Non-Executive and Non-Independent Director on the Board of the Company.

Mr. Ashok Dilipkumar Jain is a Licensed International Financial Analyst (LIFA Charter holder) with a Masters Degree in Commerce. He has an experience of nearly 2 decades in the financial markets.

In the opinion of the Board, Mr. Ashok Dilipkumar Jain fulfils the conditions specified in the Act and rules made thereunder for his appointment as a Chairman and Non-Executive & Non-Independent Director of the Company.

Keeping in view of his experience and knowledge, the Board considers that his association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Ashok Dilipkumar Jain as a Chairman and Non-Executive & Non-Independent Director.

Save and except Mr. Ashok Dilipkumar Jain and his relatives to the extent their shareholding in the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at item no. 3.

**Item No. 4:**

Pursuant to provisions of Section 161 of the Companies Act, 2013 and pursuant to the Articles of Association of the Company, the Board of Directors of the Company has appointed Mr. Pradeep Sutodiya (DIN: 01025354) as an Additional Non-Executive and Independent Director with effect from Tuesday, 19<sup>th</sup> November, 2024. Mr. Pradeep Sutodiya is a Non-Executive and Independent Director on the Board of the Company.

The Company has received a declaration from Mr. Pradeep Sutodiya that he meets with criteria of independence as prescribed under Section 149 of the Companies Act, 2013. Mr. Pradeep Sutodiya possesses appropriate skills, experience and knowledge of more than 35 years in Agro based industry including tea plantation marketing and allied activities. Brief resume of Mr. Pradeep Sutodiya and nature of his expertise in specific functional areas and names of the Companies in which he holds directorships and memberships/ chairperson of the Board/ Committees and shareholding are provided in the annexure to the explanatory statement attached herewith.

In the opinion of the Board, Mr. Pradeep Sutodiya fulfils the conditions specified in the Act and rules made thereunder for his appointment as a Non-Executive and Independent Director of the Company.

Keeping in view of his experience and knowledge, the Board considers that his association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Pradeep Sutodiya as a Non-Executive and Independent Director.

Save and except Mr. Pradeep Sutodiya and his relatives to the extent their shareholding in the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at item no. 4.

**Registered Office:**

Digvijay Plot, Street No. 51,  
Opposite Makhicha Nivas, Jamnagar,  
Gujarat, India - 361 005

**Date:** 23<sup>rd</sup> December, 2024

**Place:** Jamnagar

**By order of the Board  
For, Le Lavoir Limited**

**Sd/-  
Sachin Vishnu Kapse  
Managing Director  
DIN: 08443704**

**ANNEXURE**

Relevant details as stipulated under Regulation 36(3) of SEBI (LODR), 2015 and Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India, in respect of directors seeking appointment/ reappointment as director under Item Nos. 3 and 4 are as under:

<b>Name of the Director</b>	<b>Mr. Ashok Dilipkumar Jain (DIN: 03013476)</b>	<b>Mr. Pradeep Sutodiya (DIN: 01025354)</b>
Date of Birth	09/06/1980	12/09/1964
Date of first Appointment on the Board	19 <sup>th</sup> November, 2024	19 <sup>th</sup> November, 2024
Qualifications	Master of Commerce and Licensed International Financial Analyst (LIFA Charter holder)	Graduate
Experience/Brief Resume/ Nature of expertise in specific functional areas;	He has an experience of nearly 2 decades in the financial markets.	He is a Graduate and having knowledge of more than 35 years in Agro based industry including tea plantation marketing and allied activities.
Terms and Conditions of Appointment along with remuneration sought to be paid	N.A.	He is appointed for the term of 5 years commenced from 19 <sup>th</sup> November, 2024 to 18 <sup>th</sup> November, 2029
Remuneration last drawn by such person, if any	0.00	0.00
No. of Shares held in the Company as on 30 <sup>th</sup> September, 2024.	1,11,300 Equity shares	13,200 Equity shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company/ Disclosure of relationships between directors inter-se;	N.A.	N.A.
Number of Meetings of the Board attended during the year	1 Board Meeting	1 Board Meeting
Directorship/ Designated Partner in other Companies / LLPs	1. Pansoft Infrastructure Private Limited 2. Dudheshwar Natural Health Resort Private Limited 3. Dynamic Solar Green Limited 4. Darjeeling Ropeway Co Limited	1. Zeal Dealmark Private Limited 2. Darjeeling Ropeway Co Limited