

November 04, 2024

To,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai – 400 001.
BSE Scrip Code: 522257
BSE Scrip ID: RAJOENG

Sub: Addendum to Postal Ballot Notice dated October 14, 2024.

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).

Dear Sir / Madam,

With the reference to the captioned subject, pursuant to provisions of Regulation 30 of SEBI Listing Regulations and in continuation to our letter dated October 15, 2024, we are submitting herewith an addendum to the Postal Ballot Notice dated October 14, 2024 with respect to the Company's proposal for seeking approval of the Members, *inter alia*, for Bonus Issue of Equity Shares of face value of Re. 1/- each by way of ordinary resolution through remote e-voting.

This Addendum to Postal Ballot Notice dated October 14, 2024 shall also available on the Company's website at <https://www.rajoo.com/>.

This is for your information and record.

Thanking you.

Yours faithfully,

For RAJOO ENGINEERS LIMITED

Khushboo C. Doshi

Managing Director

DIN: 00025581

Encl: a/a



Rajoo Engineers Limited

Regd. Office : Rajoo Avenue Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar) Dist-Rajkot - 360 024. Gujarat - India.

+91-97129-62704/52701/32706

+91-90990 96292

rel@rajoo.com

www.rajoo.com

CIN : L27100GJ1986PLC009212 GSTN : 24AABCR3204M1ZL





excellence in extrusion

RAJOO ENGINEERS LIMITED

Registered Office: Rajoo Avenue, Survey No. 210,
Plot No.1 Industrial Area, Veraval (Shapar), Dist- Rajkot – 360024 Gujarat – India.
CIN: L27100GJ1986PLC009212, **Email ID:** compliances@rajoo.com,
Contact No: +91 97129 62704 / 52701 / 32706,
Website: www.rajoo.com

ADDENDUM TO POSTAL BALLOT NOTICE

We draw the attention of all the members of **Rajoo Engineers Limited** (the “**Company**”) towards the Postal Ballot Notice dated October 14, 2024 and the explanatory statement thereto (the “Postal Ballot Notice”) seeking approval of members of the Company on certain agenda items through e-voting having EVEN: 131944. The Postal Ballot Notice has already been sent to all the members of the Company on October 15, 2024 in due compliance with the provisions of the Companies Act, 2013 (the “Act”) and rules made thereunder and other applicable laws and regulations.

This Addendum to the Postal Ballot Notice (the “Addendum”) is being issued to the members of the Company to rectify the disclosure provided in the special business section, item no. 2, resolution. Due to a clerical error, the amount of capitalization was incorrectly stated as **Rs. 4,10,03,045/- (Rupees Four Crore Ten Lakhs Three Thousand and Forty-Five only)** instead of **Rs. 4,10,03,049/- (Rupees Four Crore Ten Lakhs Three Thousand and Forty-Nine only)**.

For better clarity and understanding, Item No. 2 of the Postal Ballot Notice shall be replaced and read in the manner set out below:

Item No. 2- Bonus Issue of Equity Shares of face value of Re. 1/- each

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

“**RESOLVED THAT** pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and other applicable regulations and guidelines issued by SEBI and Reserve Bank of India (RBI), as amended from time to time, relevant provisions of Memorandum and Articles of Association of the Company, subject to such approvals, consents, permissions, conditions and sanctions as may be considered necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals as may be required in this regard, approval of the members be and is hereby accorded to capitalize a sum not exceeding **Rs. 4,10,03,049/- (Rupees Four Crore Ten Lakh Three Thousand Forty Nine Rupees and Zero Paise only)** or such amount as may be determined to be required by the Board, from and out of the amount standing to the credit of free reserves and/or the securities premium account as at March 31, 2024, for the purpose of issuance of bonus shares to the fully paid equity shareholders of the Company in the proportion of 1:3 i.e. 1 (One) New fully paid Equity Shares for every 3 (Three) existing Equity Shares held on such date as may be fixed by the board for this purpose (‘Record Date’) and the new bonus share issued and allotted shall, for all purposes, be treated as an increase in the paid up Share Capital of the Company held by each such member, and not as income;

RESOLVED FURTHER THAT the Board of Directors confirm with reference to the issue of bonus shares that:

- The existing equity shares of the company are fully paid up.
- The Bonus shares have not been issued in lieu dividend or out of reserves created of revaluation of assets.
- The Company is authorized by the Article to issue bonus shares, as being proposed in the resolution.

- There is no default in repayment of deposit, interest payment thereon to any financial institution or banks.
- The Company has not defaulted in payment of statutory dues of employees such as contribution to PF, gratuity and bonus.”

RESOLVED FURTHER THAT the Bonus Shares so allotted shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects with and carry the same rights as the existing Equity Shares on Record Date and shall be entitled to participate in full in any dividends and any other corporate action declared after the allotment of New Equity Shares;

RESOLVED FURTHER THAT no letter of allotment shall be issued to the allottees, and in the case of Members who hold equity shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participant(s) and in the case of Members who hold equity shares in physical form, the New Equity Shares shall be credited in compliance with the guidelines issued SEBI and relevant authorities, in this regard;

RESOLVED FURTHER THAT the allotment of the New Equity Shares as Bonus Shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Portfolio Investors (FPIs), Persons of Indian Origin (PIO) and other foreign investors of the Company shall be subject to the approval of the RBI, under the Foreign Exchange Management Act, 1999, or any other regulatory authority, if applicable and as may be necessary;

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the New Equity Shares on the Stock Exchanges where the securities of the Company are presently listed, as per the provisions of the SEBI Listing Regulations and other applicable guidelines, rules and regulations;

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 ignore such fraction and no certificate or coupon or cash shall be issued for fraction of equity shares and the bonus shall be rounded to the lower integer;

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, Board be and is hereby authorized to delegate such powers and/or authority to any one or more of the, Managing Director, Chief Financial Officer, Company Secretary or any other person / official to make listing and/or trading application to the Stock Exchanges and to deal with Depositories and any other authorities as may be required for the aforesaid shares and to sign and execute all necessary forms, paper, writings, agreements and documents as may be deemed necessary and expedient in the aforesaid matters and to do such other acts and deeds required to give effect to the aforesaid resolutions.”

On and from the date hereof, the Postal Ballot Notice shall always be read in conjunction with the Addendum. All other contents of the Postal Ballot Notice, save and except as amended by this Addendum, shall remain unchanged.

**By the order of the Board
RAJOO ENGINEERS LIMITED**

Sd/-

Rajesh Nanalal Doshi
Chairman & Director
DIN: 00026140

Registered office
Rajoo Engineers Limited
Rajoo Avenue, Survey No. 210,
Plot No.1 Industrial Area, Veraval (Shapar)
Dist- Rajkot – 360024 Gujarat – India.

Date: November 04, 2024

Place: Veraval(Shapar)

Notes:

1. This Addendum shall be deemed to be an integral part of the Postal Ballot Notice.
2. The Postal Ballot Notice and this Addendum is available on the Company's website at <https://www.rajoo.com/>, website of stock exchange (BSE Limited) at www.bseindia.com and website of NSDL at <https://www.evoting.nsdl.com/>.