



GOBLIN INDIA LIMITED

1st Floor, Camex House, Stadium-Commerce Road, Navrangpura, Ahmedabad-380 009, Gujarat, (INDIA)
Phone : 079 - 26465080 / 40320366. E-mail : info@goblinindia.com Website : www.goblinindia.com
CIN : L51100GJ1989PLC012165



Date: 05/09/2024

The Manager,
Dept. of Corporate Services
BSE Limited
25th Floor, P. J. Towers,
Dalal Street Fort,
Mumbai - 400 001, Maharashtra.

SUB: NOTICE OF THE 35TH ANNUAL GENERAL MEETING TO BE HELD ON SATURDAY, 28TH SEPTEMBER, 2024

REF: GOBLIN INDIA LIMITED (BSE SCRIP CODE - 542850)

Dear Sir/Ma'am,

We are enclosing herewith Notice of the 35th Annual General Meeting of the Company, which is scheduled to be held on Saturday, 28th September, 2024 at 11:30 am at the registered office of the company at Camex House, 1st Floor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat.

You are requested to kindly take the same on record.

Thanking you,

Yours truly,
FOR, GOBLIN INDIA LIMITED

MANOJKUMAR J. CHOUKHANY
MANAGING DIRECTOR
DIN: 02313049



INSPIRING THE
world's
TRAVEL SPIRIT



NOTICE

NOTICE is hereby given that the Thirty Fifth (35th) Annual General Meeting (AGM) of the members of **Goblin India Limited** (the Company) will be held on Saturday, 28th day of September, 2024 at 11:30 a.m. at the registered office of the company at Camex House, 1st Floor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat to transact the following business:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED BASIS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2024 AND THE REPORTS OF BOARD OF DIRECTORS AND THE AUDITORS' THEREON:**

To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements of the company for the financial year ended March 31, 2024 together with reports of Board of Directors' and Auditors' thereon.

2. **TO RE-APPOINT MR. MANISH AGRAWAL (DIN: 01296404), AS DIRECTOR OF THE COMPANY:**

To appoint a director in place of Mr. Manish Agrawal (DIN: 01296404), who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Manish Agrawal (DIN: 01296404), who retires by rotation, at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as Director of the company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the company be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

3. **INCREASE IN THE OVERALL MANAGERIAL REMUNERATION OF THE DIRECTORS OF THE COMPANY:**

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

"RESOLVED THAT, in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-

enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to increase the overall limit of managerial remuneration payable for the financial years 2024-25 and 2025-26 in excess of 11% of the net profit of the Company computed in the manner laid down in Section 198 of the Companies Act 2013.

RESOLVED FURTHER THAT in the event the company has no profit or profits are inadequate, the overall managerial remuneration paid to Directors shall not exceed Rs. 90,00,000/- (Rupees Ninety Lakh Only);

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

4. TO APPROVE AND INCREASE THE LIMIT OF MANAGERIAL REMUNERATION PAYABLE TO MR. MANOJKUMAR JAGDISHPRASAD CHOUKHANY, MANAGING DIRECTOR IN EXCESS OF 5% OF THE NET PROFITS OF THE COMPANY

To consider and if thought fit, to pass with or without modification following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Act and the Rules made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the members of the Company, be and is hereby accorded for payment of remuneration to Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049), Managing Director of the Company, in excess of prescribed limit of 5% of the net profits of the Company computed in accordance with Section 198 of the Act, in any financial year(s) during his remaining tenure as the Managing Director of the Company;

RESOLVED FURTHER THAT the total managerial remuneration payable to Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049), Managing Director of the Company taken together in any financial year shall not exceed the limit of Rs. 30,00,000/- (Rupees Thirty Lakh Only);

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. TO APPROVE AND INCREASE THE LIMIT OF MANAGERIAL REMUNERATION PAYABLE TO MRS. SONAM CHOUKHANY, WHOLETIME DIRECTOR IN EXCESS OF 5% OF THE NET PROFITS OF THE COMPANY

To consider and if thought fit, to pass with or without modification following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Act and the Rules made

thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the members of the Company, be and is hereby accorded for payment of remuneration to Mrs. Sonam Choukhany (DIN: 08071455), Whole-time Director of the Company, in excess of prescribed limit of 5% of the net profits of the Company computed in accordance with Section 198 of the Act, in any financial year(s) during her remaining tenure as the Whole-time Director of the Company;

RESOLVED FURTHER THAT the total managerial remuneration payable to Mrs. Sonam Choukhany (DIN: 08071455), Whole-time Director of the Company taken together in any financial year shall not exceed the limit of Rs. 18,00,000/- (Rupees Eighteen Lakh Only);

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. TO APPROVE AND INCREASE THE LIMIT OF MANAGERIAL REMUNERATION PAYABLE TO MR. YATIN HASMUKHLAL DOSHI, (DIN: 02168944) EXECUTIVE DIRECTOR IN EXCESS OF 5% OF THE NET PROFITS OF THE COMPANY

To consider and if thought fit, to pass with or without modification following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Act and the Rules made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the members of the Company, be and is hereby accorded for payment of remuneration to Mr. Yatin Hasmukhlal Doshi, (DIN: 02168944), Executive Director of the Company, in excess of prescribed limit of 5% of the net profits of the Company computed in accordance with Section 198 of the Act, in any financial year(s) during his remaining tenure as the Executive Director of the Company;

RESOLVED FURTHER THAT the total managerial remuneration payable to Mr. Yatin Hasmukhlal Doshi (DIN: 02168944), Executive Director of the Company taken together in any financial year shall not exceed the limit of Rs. 18,00,000/- (Rupees Eighteen Lakh Only);

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. APPROVAL FOR RELATED PARTY TRANSACTIONS

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies

(Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Company’s policy on Related Party transaction(s), approval of the Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) in the ordinary course of business with M/s. GT Hasten Industries LLP, GT Bags Proprietorship firm a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, up to a maximum aggregate value of upto Rs. 20,00,00,000/- per year for the financial year 2024-25 and 2025-26, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

For and on behalf of the board

Place: Ahmedabad
Date: 4th September, 2024

SD/-
Manojkumar Choukhany
Chairman & Managing Director
DIN: 02313049

NOTES

1) PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 35TH ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

Members are requested to notify immediately the changes of address, if any, to the Company or the Share Transfer Agent and Registrar.

2) Members who hold shares in dematerialized form are requested to write their Client ID and DPID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.

3) Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings, the brief profile and other required information in respect of Directors proposed to be re-appointed/appointed is annexed as an Exhibit to the notice.

4) All documents referred to in the Notice are available for inspection at the Registered Office of the Company during office hours on all days except Saturdays, Sundays and Public Holidays up to the date of the 35th Annual General Meeting.

5) The Attendance slip and proxy form and the instructions for remote e-voting are annexed hereto. The route map to the venue of the 35th Annual General Meeting is attached and forms part of the Notice.

6) Members/ Proxies/ Authorized Representatives should bring their duly filled in Attendance Slips, as enclosed, for easy identification of attendance at the 35th Annual General Meeting and bring their copies of the Annual Report to the Meeting.

7) The Register of Members and the Share Transfer books of the Company will remain

closed from 22/09/2024 to 28/09/2024 (both days inclusive) for the purpose of Annual General Meeting.

8) Members are requested to contact Registrar and Transfer Agent (RTA) namely, BIGSHARE SERVICES PRIVATE LIMITED A-802, Samudra Complex, Nr. Girish Cold Drinks, Off CG Road, Navrangpura, Ahmedabad - 380009, Gujarat for recording any change of address, bank mandate, ECS or nominations, for updating of email address and for Redressal of complaints members can contact the Compliance Officer at the Registered Office of the company.

9) The equity shares of the company are available for dematerialization, as the company has entered into an agreement with National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL). Those shareholders who wish to hold the company's share in electronic form may approach their depository participants.

10) SEBI has made it mandatory for every participant in the securities/capital market to furnish details of Income Tax Permanent Account Number (PAN). Accordingly, all members holding shares in physical form are requested to submit their details of PAN, along with a photocopy of the PAN Card, to the RTA agents of the Company. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018; Members are hereby requested to update their PAN and Bank details with the Registrar and Share Transfer Agent.

11) Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made there under and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participants. For members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the company electronically. Members holding shares in Demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the company, who have not registered their e-mail address, are entitled to receive such communication in physical form upon request.

12) Members may note that the Notice of the AGM and the Annual Report 2023-24 will also be available on the website of the Company at <http://www.goblinindia.com>. The same can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

13) Shareholders are informed that voting shall be done by the means of polling paper and e-voting. The company will make the arrangements of polling papers in this regard at the Meeting's Venue whereas details of E-voting are hereby given in this report.

14) In case of joint holding, the Voting Poll Paper Form must be completed and signed (as per the specimen signature registered with the company) by the first named shareholder

15) Unsigned or incomplete and improperly or incorrectly ticked Voting Poll Papers shall be rejected.

16) Section 72 of the Companies Act, 2013, extends the nomination facility to individual

shareholders of the Company. Therefore, the shareholders holding share certificates in physical form and willing to avail this facility may make nomination in Form SH-13, which may be sent on request. However, in case of Demat holdings; the shareholder should approach to their respective depository participants for making nominations.

17) Voting through electronic means:

Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the company is pleased to provide the facility to members to exercise their right to vote by electronic means. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter:

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING: -

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Wednesday, 25th September, 2024 at 9:00 AM (IST) and ends on Friday, 27th September, 2024 at 5:00 PM (IST). 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, 21st September, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders'/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

STEP 1: ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE:

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding

securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at

	<p>https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000

STEP 2: ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com

- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<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"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<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"> • 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.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) 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.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;cs@goblinindia.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to:

Mr. Rakesh Dalvi, Sr. Manager,
Central Depository Services (India) Limited (CDSL),
A Wing, 25th Floor, Marathon Futurex,
Mafatlal Mill Compound,
N M Joshi Marg, Lower Parel (East),
Mumbai – 400013

OR

Send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

CONTACT DETAILS	
COMPANY	Goblin India Limited Camex House, 1 st Floor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat 079-26465080 info@goblinindia.com
REGISTRAR AND TRANSFER AGENT	BIGSHARE SERVICES PRIVATE LIMITED 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East Mumbai - 400059. 022- 62638200
E-VOTING AGENCY	CENTRAL DEPOSITORY SERVICES [INDIA] LIMITED E-MAIL:- helpdesk.evoting@cdslindia.com
SCRUTINIZER	M/s. Mukesh J. & Associates, Company Secretaries 721, Iconic Shyamal, Shyamal Cross Road, Satellite, Ahmedabad - 380015, Gujarat.

OTHER INSTRUCTIONS

- a) The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than two working days from conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favor or against, if any, to the Chairperson or any Whole-time Director or Company Secretary authorized by the Board in this regard, who shall counter sign the same.
- b) The Results declared along with the Scrutinizer’s Report shall be hosted on the Company’s website as well as on the website of CDSL after the same is declared by the Chairperson or a person authorized by her shall declare the results of the voting forthwith. The Results shall also be simultaneously communicated to the BSE Limited.

EXHIBIT TO THE NOTICE

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting (Under Regulation 36(3) of the SEBI Listing Obligations and Disclosure Requirements, 2015)

Name of Director	Manish Agrawal <i>(Non - Executive Director)</i>
DIN	01296404
Date of Birth	03/01/1970
Brief Resume and nature of expertise in specific functional areas	Mr. Manish Agrawal, aged 53 years, is the Non - Executive Director of our Company having experience of more than 23 Years. He holds degree of Bachelor in Commerce from University of Kolkata. Prior to joining, he was running his own business of different products distribution and marketing. He gives his valuable guidance for creating distribution network of Goblin to make more number of dealers and guides the company to enhance brand presence in retail and Corporate sector. His vast experience is very helpful for the company.
No. of Equity Shares held in the Company	14000
Disclosure of Relationships between Directors inter-se	Mr. Manish Agrawal is the brother of Mrs. Sonam Choukhany, the promoter and whole-time Director of the company. He is the Brother in law of Mr. Manoj Choukhany who is the Promoter and Managing Director of the company.
Names of Listed Entities (Including this listed entity) in which the person holds the Directorship and the Membership of Committees of the board*	<ul style="list-style-type: none"> • Other Directorship - 1 • Other Committee Membership - 2*
Names of listed entities from which the person has resigned in the three (3) years	<i>NIL</i>
Information as required under BSE circular no. LIST/COMP/14/2018-19 dated June 20, 2018.	We confirm that Mr. Manish Agrawal is not debarred from holding the office of Director by any SEBI order or any other such authority.

**Committee includes Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship across all Listed Companies including this company.*

For and on behalf of the board

SD/-

Manojkumar Choukhany
Chairman & Managing Director
DIN: 02313049

Place: Ahmedabad
Date: 4th September, 2024

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES:

ITEM NO: 3, 4, 5 & 6:

As per Section 197 of the Companies Act, 2013, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may be given to maximum permissible limit as per the provisions laid down in Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Ordinary Resolution/Special Resolution.

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on 5th September, 2023 recommended to increase in overall limit of managerial remuneration payable by the Company in respect of any financial year beyond specified limits under Section 197 and computed in the manner laid down in Section 198 of the Companies Act, 2013.

Where in any Financial Year, the Company has no profits or profits are inadequate, the overall remuneration to Directors shall not exceed Rs. 90,00,000 /- (Rupees Ninety Lakh Only).

Accordingly, the Board recommends the resolution set out at item no. 3, 4, 5 & 6 for approval of members as a special resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except the Managing Director, Whole-time Director, Executive Director of the Company are in any way concerned or interested, in the said resolution.

The Particulars of the information, pursuant to the provisions of Schedule V, Part II, Section II, clause (A) of the Act are as under:

1. GENERAL INFORMATION:

a) Nature of Industry:

Goblin's primary focus lies in the manufacturing and trading of a diverse range of products, including luggage, duffle bags, laptop bags, casual bags, Trolley luggage, Chest bags and travel accessories.

b) Date or expected date of commencement of Commercial Production: Not applicable (Company is an existing company).

c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable

d) Financial performance based on given indicators:

(Amount in Rs. Lakhs)

PARTICULARS	FOR FINANCIAL YEAR ENDED 31 st MARCH, 2024	FOR FINANCIAL YEAR ENDED 31 st MARCH, 2023
Total Revenue	3,079.90	2,622.96
Less: Total Expenditure	(3,114.71)	(2,876.88)
Profit before Tax	153.37	139.77
Less: Provision for Tax	(19.31)	(10.92)
Profit/ (loss) After Tax	172.68	128.85

e) Foreign investments or collaborations, if any: The Company has not made any foreign investments or collaborations.

2. INFORMATION ABOUT THE APPOINTEE:

SR.NO.	NAME	MANOJKUMAR J. CHOUKHANY	SONAM CHOUKHANY	YATIN HASMUKHLAL DOSHI
a)	Background details:	Mr. Manojkumar J. Choukhany is the Managing Director of the company from 5 th April, 2019.	Mrs. Sonam Choukhany is the Wholetime Director of the company from 5 th April, 2019.	Mr. Yatin Doshi is the Executive Director of the company from 5 th September, 2023.
b)	Past remuneration	F.Y 2023-24: Rs. 18,00,000/- p.a.	F.Y 2023-24: Rs. 12,00,000/- p.a.	Remuneration is paid by way of sitting fees for attending the meetings of the company which is Rs. 1,00,000/- per meeting.
c)	Recognition or awards:	He is the Promoter, Chairman and Managing Director of our Company having experience of more than 18 years in the luggage industry and has been associated with our Company since 2002.	She is associated with the company since March, 2019. She has more than 8 years of experience in Luggage Industry.	Mr. Yatin Hasmukhlal Doshi, aged 50 years, holds degree of Bachelor in Commerce from University of Gujarat.
d)	Job profile and his suitability:	He is responsible for operations, marketing and decision making of our Company. His leadership abilities have been instrumental in growth and development of our Company.	She is responsible for looking after the development and design of the products of the Company owing to her experience in the industry.	He has experience of 35 years in the field of manufacturing hard luggage industry.
e)	Remuneration proposed:	As mentioned above	As mentioned above	As mentioned above
f)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with	He has experience of more than a decade in the luggage industry. He is also assisted by a team of experienced personnel. Considering their general industry and the specific company profile the proposed remuneration is in line with the industry	She has more than 8 years of experience in Luggage Industry. She is responsible for looking after the development and design of the products of the Company. Moreover, the	He has more than 10 years of experience in the field of marketing and promoting in the luggage industry. His valuable guidance and know-how of the industry.

	respect to the country of his origin)	levels and that of comparatively placed Companies in India.	proposed remuneration is in line with the industry levels and that of comparatively placed Companies in India.	Moreover, his vast experience will be very helpful for the company.
g)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any.	Mr. Manoj Choukhany, has a relationship with the Company as the Promoter, Chairman and Managing Director. Moreover, he has 28.83% equity stake in the company.	Mrs. Sonam Choukhany, has a relationship with the Company as Promoter and Whole-time Director. Moreover, he has 10.75% equity stake in the company.	Mr. Yatin Hasumukhlal Doshi is not related to any directors of the company.

3. OTHER INFORMATION:

a) Reasons of loss or inadequate profits: The performance of the company for the year under review was affected due to the ceasing of import of raw-materials and products from China due to COVID Pandemic and relevant restrictions imposed by the government. As a result, the company suffered huge loss as the business of the company was largely dependent on such imported goods and materials. Thus, consequently, the company in line with the Government of India initiative had implemented the “MAKE IN INDIA” concept. Additionally, in order to commence manufacturing and production of goods and materials in India, the company had expended huge funds that resulted in more of expenditure and less of income or earning. Hence, there resulted a loss or inadequate profit in the previous and the financial year under review.

b) Steps taken or proposed to be taken for improvement: To cater to the said shortfall, the company has adopted various measures like working with distribution partners, engaging with E-commerce platforms, carrying out marketing campaigns, participation in various exhibitions and events to promote the company products and bringing on board experienced persons to create a brand and value for company and its products.

c) Expected increase in productivity and profits in measurable terms: It is difficult to forecast the productivity and profitability in measurable terms as of now; although the company is expecting a reasonably good production and profitable measure in near future. Moreover, the Productivity and profitability will improve and would be comparable with the industry average

ITEM NO: 7:

Details of the proposed RPTs between the Company and GT Hasten Industries LLP, GT Bags including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2021/662 dated November 22, 2021 read with various Circulars issued in this respect, are as follows:

Sr. No.	Description	Details of Proposed RPTS Between The Company and GT Hasten Industries LLP, GT
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		Bags Proprietorship Firm
1.	Summary of information provided by the Management to the Audit Committee for approval of the proposed RPTs	
a	Name of the Related Party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise).	The relative of director is interested in the said LLP and Further Mr. Yatin Doshi, executive director of the company is the proprietor of GT Bags Proprietorship firm.
b	Type, material terms, monetary value and particulars of the proposed RPTs.	Transfer of resources by way of Sale/Purchase/Supply of goods/material/Loan. The aggregate value of the transactions shall not be exceeding Rs. 20,00,00,000/- for a period commencing from the conclusion of this AGM till the conclusion of the Annual General Meeting to be held in the calendar year 2025.
c	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs.	26.60%
2	Justification for the proposed RPTs.	For expansion of business prospects and improving the overall growth of the company.
3	Details of proposed RPTs relating to any loans; inter-corporate deposits, advances or Investments made or given by the Company or its subsidiary.	
a	Details of the source of funds in connection with the proposed transaction.	Internal accruals and business liquidity of the Company.
b	Where any financial indebtedness is incurred to make or give loans, inter corporate deposits, advances or investments: - Nature of indebtedness, - Cost of funds and - Tenure.	Not Applicable
c	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	Total aggregating up to Rs. 20,00,00,000/- Interest rate as decided by the board. Tenure: on Demand Category: Unsecured
d	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For expansion of business prospects and improving the overall growth of the company.
4	Arm's length pricing and a statement that the valuation or other external report, if relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders;	Any transaction with Related Party is deemed to be at arm length basis. However, the said transaction does not require any valuation or other external report.
5	Name of the Director or Key	Mr. Yatin Hasmukhlal Doshi, Executive

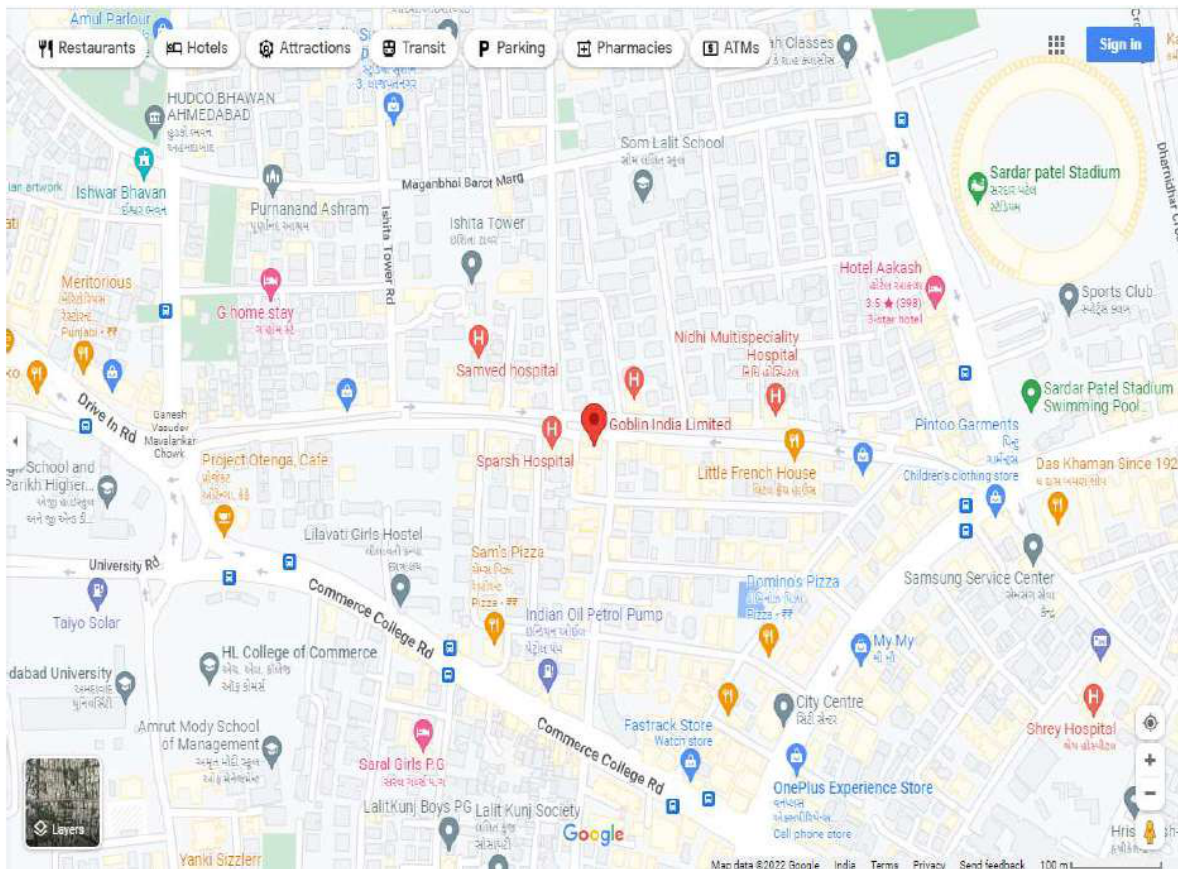
	Managerial Personnel ('KMP') who is related, if any, and the nature of their relationship.	Director of the company was the Designated Partner in GT Hasten Industries LLP and his brother is the Designated Partner in the said LLP. Further, he is also the proprietor in GT Bags Proprietorship firm.
6	Any other information that may be relevant.	N.A
7	Terms and Conditions of Similar Transactions been entered with the unrelated parties.	There is no such transaction entered by the company with unrelated parties which are not at on arm length basis.

None of the other Directors, KMPs and/ or their respective relatives are in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at the Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 7 of the Notice for approval by the Members. The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote to approve the Ordinary Resolution set forth at Item No. 7 of the Notice, whether the entity is a Related Party to the particular transaction or not.

ROUTE MAP

Route Map of the venue of 35thAnnual General Meeting (AGM) to be held on
Saturday, 28th September, 2024 at 11:30 a.m. at
Camex House, 1stFloor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat.



FORM NO. MGT-11
PROXY FORM
THIRTY FIFTH (35TH) ANNUAL GENERAL MEETING
[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19 of Companies
(Management and Administration) Rules, 2014]

Name of Shareholder(s):
Registered Address:
E-mail ID (If any):
Folio No. /DP ID Client No.

I/We, being the shareholder(s) of **GOBLIN INDIA LIMITED** holding _____ (No. of shares), hereby appoint:

1.Name: _____
 Address: _____

E-mail ID: _____

Signature

Or failing him/her

2.Name: _____
 Address: _____

E-mail ID: _____

Signature

As my/our proxy to attend and vote (on a Poll) for me/us and my/our behalf at the Thirty Fifth (35th) Annual General Meeting of the Company, to be held on Saturday, 28th September, 2024 at 11:30 a.m. at Camex House, 1st Floor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat, and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO.	DESCRIPTION	FOR	AGAINST
Ordinary Business:			
1	To receive, consider and adopt the Audited Financial Statements (Standalone and consolidated) for the year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon		
2	To appoint a Director in place of Mr. Manish Agrawal (DIN: 01296404), who retires by rotation and being eligible, offers himself for re-appointment		
Special Business:			
3	Increase in the overall managerial remuneration of the directors of the company.		
4	To approve and increase the limit of managerial remuneration payable to Mr. Manojkumar Jagdishprasad Choukhany, Managing Director in excess of 5% of the net profits of the company		
5	To approve and increase the limit of managerial remuneration payable to Mrs. Sonam Choukhany, Managing Director in excess of 5% of the net profits of the company		
6	To approve and increase the limit of managerial remuneration payable to Mr. Yatin H. Doshi, Executive Director in excess of 5% of the net profits of the company		
7	To approve related party transactions		

Affix Revenue Stamp of One Rupee

Signed this _____ day of _____ 2024
Shareholder _____

Signature of _____

Signature of First Proxy Holder

Signature of Second Proxy Holder

Notes:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. Please put a (✓) in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. The proxy need not to be the member of the Company.
4. All alterations made in the form of proxy should be initialed.

GOBLIN INDIA LIMITED

Reg. Off.: Camex House, 1stFloor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat.

CIN: L51100GJ1989PLC012165

Tel: 079-26465080

Website:www.goblinindia.com

E-mail:cs@goblinindia.com

ATTENDANCE SLIP

THIRTY FIFTH (35TH) ANNUAL GENERAL MEETING TO BE HELD ON 28TH SEPTEMBER, 2024 AT 11:30 A.M.

Sr. No.: _____

Reg. Folio/ DP ID & Client ID	
Name & Address of the Member	
Name(s) of Joint holder(s)	
No. of Share(s) held	
Name of Proxy holder	

I/ We hereby record my/ our presence at the Thirty Fifth (35TH) Annual General Meeting (“AGM”) of the members of the Company being held on Saturday, 28th September, 2024, at 11:30 a.m. at Camex House, 1stFloor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat.

Signature of the Shareholder/ Proxy Present

Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	USER ID	Sequence No./Default PAN*
	_____ {Folio}	_____ {Password}

*** Only Members who have not updated their PAN with the Bank / Depository Participant shall use default PAN in the PAN Field.**

Note: Please read the instructions under the Notes of Notice of AGM dated 28th September, 2024. The e-voting commences on 25th September, 2024 at 9:00 a.m. and concludes on 27th September, 2024 at 5:00 p.m. The voting module shall be disabled by CDSL for voting thereafter.