

ADD-SHOP E-RETAIL LIMITED
(FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED)
CIN: L51109GJ2013PLC076482

Registered office: B-304, Imperial Heights, 150 Ft. Ring Road, Rajkot – 360 005, Gujarat (INDIA)
Tel. No.: 0281-2580 399

Date: 15.03.2022

To,
Dept. of Corporate Services
BSE Limited
P. J. Tower,
Dalal Street, Fort,
Mumbai-400001

Dear Sir/Madam,

BSE Scrip Code: 541865

Sub: Notice of Extra Ordinary General Meeting.

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

This is to inform you that the Extra Ordinary General Meeting of the Company is scheduled to be held on Saturday, 09th April, 2022 at 03.00 p.m. at the Registered Office of the Company, i.e. B-304, Imperial Height, 150ft Ring Road, Rajkot, Gujarat- 360005, India.

In compliance with General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and December 08, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Circular dated May 12, 2020 and January 15, 2021 issued by Securities and Exchange Board of India ("SEBI Circular") the Notice convening EGM of the Company has been sent to all the members of the Company whose email addresses are registered with the Depository Participants or with the Registrar & Share Transfer Agent of the Company ("R&T Agent") or with the Company whose names appear in the Register of Members as on Friday, the 11th March 2022, the Relevant date fixed in this regard.

Further we wish to intimate that the company has also entered into an agreement with Central Depository Services Limited (CDSL) for providing shareholders with the facility to vote on the proposed resolutions by electronic means. For the aforesaid purpose the Company has fixed Saturday, 02nd April, 2022 as the cut-off date to determine the members eligible for voting.

We enclose herewith copy of the Notice of the Extra Ordinary General Meeting sent to the members in respect of the businesses to be transacted at the meeting sent to the shareholders of the Company through permitted mode.

Please take note of the same on your records.

Thanking you,

Yours faithfully,
Add-Shop E-Retail Limited
(Formerly Known as Add-Shop Promotions Limited)



Dineshbhai B. Pandya
Managing Director
DIN: 06647303



ADD-SHOP E-RETAIL LIMITED
(FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED)
CIN: L51109GJ2013PLC076482

Registered office: B-304, Imperial Heights, 150 Ft. Ring Road, Rajkot – 360 005, Gujarat (INDIA)
Tel. No.: 0281-2580 399

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the **Extra Ordinary General Meeting** (EOGM) of the members of ADD-SHOP E-RETAIL LIMITED (Formerly Known As Add-Shop Promotions Limited) will be held on **Saturday, 09th April, 2022** at **03.00 P.M.** at the Registered Office of the Company Situated at B-304, Imperial Height, 150 Ft Ring Road, Rajkot – 360005, Gujarat (India), to transact the following businesses:

SPECIAL BUSINESS:

Item 1: To Increase Authorized Capital of the Company from INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) to INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) by Alteration of the Capital Clause V of the Memorandum of Association.

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 Sections 61 and 13 and other applicable provisions, if any, of the Companies Act, 2013, read with (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Clause No: 5, 6 of Articles of Association of Add-Shop E-Retail Limited (Formerly Known As Add-Shop Promotions Limited) the authorized share capital of the Company be increased from INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) divided into 2,25,00,000 (Two Crores Twenty Five Lacs) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each to INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) divided into 3,50,00,000 (Three Crores Fifty Lacs Only) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each by creation of additional capital of INR 12,50,00,000 (Indian Rupees Twelve Crores Fifty Lacs Only) divided into 1,25,00,000 (One Crores Twenty Five Lacs) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each ranking pari-passu with the existing equity shares of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the rules framed thereunder, the Memorandum of Associations of the Company is be and is hereby altered by substituting the existing Clause V thereof with the following new Clause V as under:

“V. The Authorized Share Capital of the Company is INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) divided into 3,50,00,000 (Three Crores Fifty Lacs Only) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each

“FURTHER RESOLVED THAT the Chairman of the Company or any one of the Directors of the Company or the Company Secretary of the Company be and are hereby authorized to do all such things, acts, deeds and matters as may be considered necessary, usual, proper or expedient to give effect to the above resolution, including but not limited to incorporation of amendment / suggestion / observation made by the Registrar of Companies, Gujarat, to the extent applicable, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**By Order of the Board of Directors of
Add-Shop E-Retail Limited
(Formerly Known As Add-Shop Promotions Limited)**

Date: March 11, 2022
Place: Rajkot

Dineshbhai B. Pandya
Managing Director
DIN:06647303

Registered office:
B-304, Imperial Heights, 150 Ft. Ring Road,
Rajkot – 360 005

Notes:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING AND IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY, THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY- EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 2) A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than Ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
- 3) 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 relevant Board Resolution along with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- 4) The register of contracts or arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personal and their shareholding maintained under Section 170 of the Companies Act, 2013 read with Rules made there under would be available for inspection by the Members at the Registered Office of the Company on working days, except Saturdays, Sundays and public holidays, between 10:00 A.M. to 04:00 P.M up to the date of the Extra Ordinary General Meeting.
- 5) Members are also requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/Folio No.
- 6) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
- 7) To prevent fraudulent transaction, Members are advised to exercise due diligence and notify the Company any change in address or demise of any Members as soon as possible. Members are also advised not to leave their demat account(s) dormant for a long period. Further periodic statement of holding should be obtained from the concerned DP and holding should be verified.
- 8) The route map showing direction to reach the venue of the Extra ordinary General Meeting is given as a part of this as per the requirements of the Secretarial Standard -2 on General Meeting”.
- 9) Queries on the Accounts and Operations of the Company, if any, may be sent to the company at its registered office at least seven days in advance of the meeting with attention marked to Chief Financial Officer / Managing Director.
- 10) Electronic copy of the Notice of the Extra Ordinary General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form will be sent to all the members whose email IDs are registered with the Company / Registrar and Transfer Agents/ Depository i.e. National Securities Depository Limited and Central Depository Services (India) Limited as on the close of working hours on Friday, 11th March, 2022 (‘cut-off date’).Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members as on the cut-off date.
- 11) The Company has appointed Mr. Gaurang Shah (Membership No. ACS: 38703, COP:14446), Proprietor, G R Shah & Associates., Practicing Company Secretaries as the Scrutinizer, to scrutinize the remote e-voting process and electronic voting system/ ballot or polling paper voting process at the meeting in a fair and transparent manner.
- 12) The Company is pleased to provide voting by electronic means (‘E-voting’) to the Members, to enable them to cast their votes electronically on the proposed resolution. The Company has engaged the services of CDSL to provide E-voting facility to its members. Detailed instructions on E-voting are given as under.
- 13) Any query in relation to the said Special Resolution may be sent to: info@addshop.co.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- (i) The voting period begins on Wednesday, April 06, 2022 and ends on Friday, April 08, 2022. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, April 02, 2022 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.

- (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 above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on

	<p>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.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<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.nsdl.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 or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</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 or joining virtual meeting & voting during the meeting.</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 022- 23058738 and 22-23058542-43.
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.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 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 Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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)	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. <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 as mentioned in instruction (v).

- (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 <Add-Shop E-Retail Limited> 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.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - 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 should be mailed to 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.
 - Alternatively Non Individual shareholders are required 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 investor@addshop.co (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 attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out all material facts:

Item 1: To increase Authorized Capital of the Company from INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) to INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) by Alteration of the Capital Clause V of the Memorandum of Association

At present the Authorized Share Capital of the Company is INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) divided into 2,25,00,000 (Two Crores Twenty Five Lacs) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) out of which paid up share capital of the Company is INR 19,25,67,010 /- (Indian Rupees Nineteen Crores Twenty Five Lacs Sixty Seven Thousand Ten Only) divided into 1,92,56,701 (One Crores Ninety Two Lacs Fifty Six Thousand Seven Hundred One Only) equity shares of INR 10/- (Indian Rupees Ten Only). The Company proposes to increase its authorized share capital from INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) divided into 2,25,00,000 (Two Crores Twenty Five Lacs) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each to INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) divided into 3,50,00,000 (Three Crores Fifty Lacs Only) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each by creation of additional capital of INR 12,50,00,000 (Indian Rupees Twelve Crores Fifty Lacs Only) divided into 1,25,00,000 (One Crores Twenty Five Lacs only) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each.

Further, in view of increasing the Authorized Share Capital it is also necessary to amend Clause V of the Memorandum of Association to increase the Authorized Share Capital from INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) divided into 2,25,00,000 (Two Crores Twenty Five Lacs) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each to INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) divided into 3,50,00,000 (Three Crores Fifty Lacs) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each by creation of additional capital of INR 12,50,00,000 (Twelve Crores Fifty Lacs Only) divided into 1,25,00,000 (One Crores Twenty Five Lacs only) equity shares of the face value of INR 10/- (Indian Rupees Ten Only) each.

As per the provisions of Sections 13 & 61 of the Companies Act, 2013, approval of the shareholders is required /accorded for alteration in the Memorandum of Association and for increasing the Authorized Share Capital of the Company by way of passing a Special Resolution. Accordingly, the Directors recommend the matter and the resolution set out under Item no. 1 for the approval of the Members by way of passing a Special Resolution.

Pursuant to Section 102 of Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise in the aforesaid resolution except their shareholding in the Company.

**By Order of the Board of Directors of
Add-Shop E-Retail Limited
(Formerly Known As Add-Shop Promotions Limited)**

Date: March 11, 2022

Place: Rajkot

**Registered office:
B-304, Imperial Heights, 150 Ft. Ring Road,
Rajkot - 360 005**

**Dineshbhai B. Pandya
Managing Director
DIN: 06647303**

ADD-SHOP E-RETAIL LIMITED

(Formerly Known as Add-Shop Promotions Limited)

CIN: L51109GJ2013PLC076482

**Registered office: B-304, Imperial Height, 150ft Ring Road, Rajkot – 360005, Gujarat
(India)**

Email Address: investors@addshop.co

ATTENDANCE SLIP

EXTRA ORDINARY GENERAL MEETING – 09/04/2022

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slip at the venue of the meeting.

Name and Registered Address of the Share Holder / Proxy (in Block Letters)	
Registered Folio No. / DP ID – Client ID No.	
No. of Shares	

I/We hereby record my presence at the EXTRA ORDINARY GENERAL MEETING of the Company at B-304, Imperial Height, 150ft Ring Road, Rajkot - 360005, Gujarat (India) on Saturday, 09th April, 2022 at 03:00 P.M.

Signature of the Shareholder

Date: 09/04/2022

Note: Shareholders who come to attend the meeting are requested to bring their copies of Notice with them.

Form No. MGT-11
Proxy Form

EXTRA ORDINARY GENERAL MEETING - 09/04/2022

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No./Client ID	
DP ID	
No. of Shares	

I/We, being the member(s) of _____ shares of Add-Shop E-Retail Limited, hereby appoint.

1) Name: _____ Address: _____
Email id: _____ Signature: _____ or failing him;

2) Name: _____ Address: _____
Email id: _____ Signature: _____ or failing him;

3) Name: _____ Address: _____
Email id: _____ Signature: _____ or failing him;

As my/our proxy to attend and vote for me/us at the Extra Ordinary General Meeting of the Company to be held on Saturday, 09th April, 2022 at 03:00 P.M. or at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Particulars of Resolutions	For	Against
1	To Increase Authorized Capital of the Company from INR 22,50,00,000/- (Indian Rupees Twenty Two Crores Fifty Lacs Only) to INR 35,00,00,000/- (Indian Rupees Thirty Five Crores Only) by Alteration of the Capital Clause V of the Memorandum of Association.		

Signed this, _____ day of _____ 2022

Signature of the Shareholder _____

Signature of Proxy Holder(s) _____

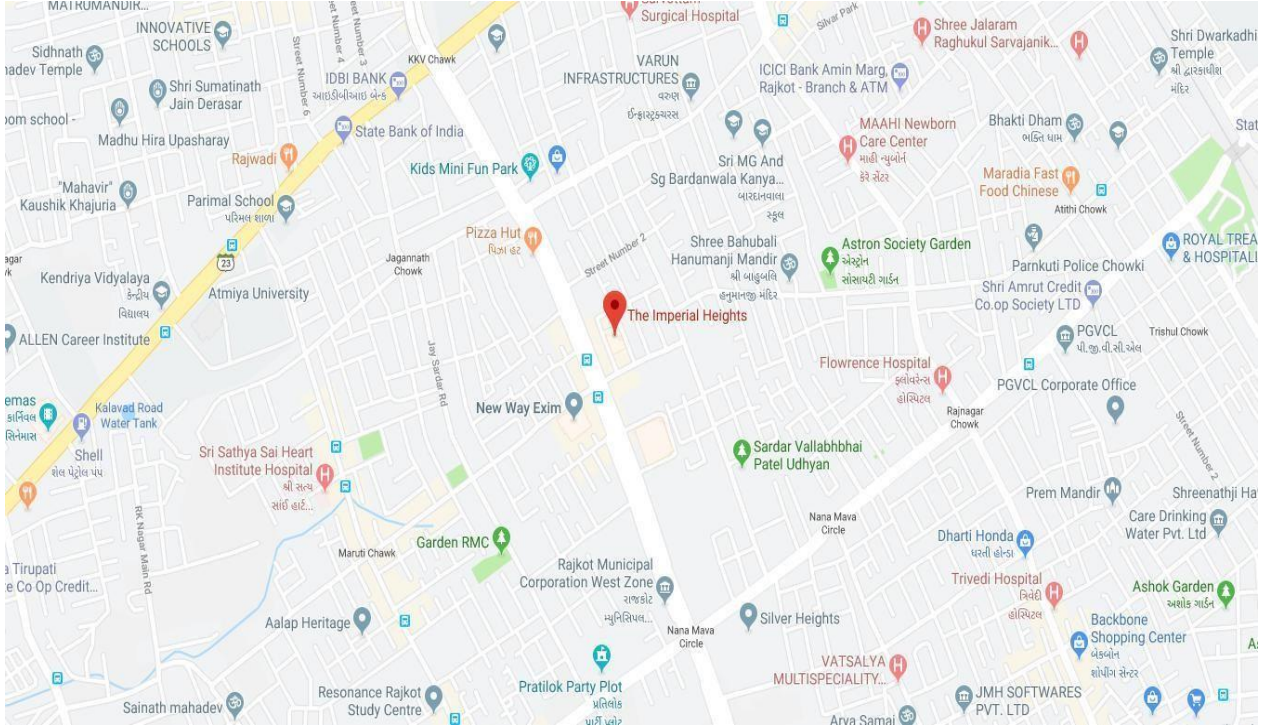
**Revenue
Stamp
RS.1**

Notes:

- 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 the meeting.
- A proxy need not be a member of the Company.

ADD-SHOP E-RETAIL LIMITED
CIN: L51109GJ2013PLC076482

ROUTE MAP TO EGM VENUE



S



ADD-SHOP E-RETAIL LIMITED

B-304, Imperial Heights, 150 Feet Ring Road, Rajkot – 360005, Gujarat (India).



0281-2580499



investor@addshop.co



www.addshop.co