



GOBLIN INDIA LIMITED

1st Floor, Camex House, Stadium Commerce Road, Navrangpura, Ahmedabad - 380 009, Gujarat (INDIA)
Phone : 079 - 26465080 E-mail : info@goblinindia.com Website: www.goblinindia.com
CIN : U51100GJ1989PLC012165

Date: 06/09/2023

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

SUB: NOTICE OF THE 34TH ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 28TH SEPTEMBER, 2023.

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

Dear Sir/Ma'am,

We are enclosing herewith Notice of the 34th Annual General Meeting of the Company, which is scheduled to be held on Thursday, 28th September, 2023 at 9:30 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**

GOBLIN®

we're about luggage

Where
CLASS meets
innovation



NOTICE

NOTICE is hereby given that the Thirty Fourth (34th) Annual General Meeting (AGM) of the members of **Goblin India Limited** (the Company) will be held on Thursday, 28th day of September, 2023 at 9:30 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, 2023 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, 2023 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:

- 1. TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. MANOJKUMAR JAGDISHPRASAD CHOUKHANY (DIN: 02313049) AS CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:**

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

"RESOLVED THAT on recommendation of Nomination and Remuneration Committee and pursuant to the provisions of sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), consent of members of the company be and is hereby accorded for the appointment of Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049) as the Chairman

and Managing Director of the Company for a period of 5 (Five) years with effect from 1st October 2023 to 30th September 2028 on the terms and conditions including remuneration as mentioned below:-

(a) **Term of appointment:** Five years with effect from 1st October 2023 to 30th September 2028

(b) **Remuneration:** INR 18,00,000/- per annum

(c) **General:**

i. The Managing Director will perform his respective duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.

ii. The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

iii. The Managing Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel.

RESOLVED FURTHER THAT where in any financial year during his tenure, the Company has no profits or inadequate profits, the remuneration payable to Mr. Manojkumar Jagdishprasad Choukhany as a Managing Director of the Company shall be in accordance with the limit prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 as may be determined by the board or such other committees as appointed, if any, subject to compliance with the provisions of Companies Act, 2013.

"RESOLVED FURTHER THAT in case Managing Director draws remuneration as a managerial person from another Company, the total remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies under the Companies Act, 2013."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and to decide breakup of the remuneration within the above said maximum permissible limit."

2. TO CONSIDER AND APPROVE RE-APPOINTMENT OF MRS. SONAM CHOUKHANY (DIN: 08071455) AS WHOLE-TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:

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

"RESOLVED THAT on recommendation of Nomination and Remuneration Committee and pursuant to the provisions of sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby given for the appointment of Mrs. Sonam Choukhany (DIN: 08071455) as a Whole-time Director of the Company for a further period of 5 (Five) years with effect 1st October, 2023 to 30th September, 2028 on the terms and conditions including remuneration as mentioned below:-

(a) Term of appointment: Five years with effect from 1st October, 2023 to 30th September, 2028.

(b) Remuneration: INR 12,00,000/- per annum

(c) General:

(i) The Whole time Director will perform his respective duties as such with regard to all work of the Company and she will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.

(ii) The Whole time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

(iii) The Whole time Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel.

RESOLVED FURTHER THAT notwithstanding to the above in the event of any loss or inadequacy of profit in any financial year of the Company during the tenure of Mrs. Sonam Choukhany as a Whole-time Director of the Company Designated as an executive director, the remuneration payable to her shall be in accordance with limit prescribed in section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and to decide breakup of the remuneration within the above said maximum permissible limit."

3. TO REGULARIZE APPOINTMENT OF MR. YATIN HASMUKHLAL DOSHI (DIN: 02168944) FROM ADDITIONAL EXECUTIVE DIRECTOR TO EXECUTIVE DIRECTOR OF THE COMPANY WHO SHALL BE LIABLE TO RETIRE BY ROTATION:

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

"**RESOLVED THAT**, pursuant the provisions of Section 161 (1) and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any modification or re-enactment thereof), Yatin Hasmukhlal Doshi (DIN: 02168944), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 5th September, 2023 and who holds office up to the date of this ensuing Annual General Meeting of the Company be and is hereby appointed as an Executive Director of the company liable to retire by rotation."

FOR AND ON BEHALF OF THE BOARD

SD/-

MANOJKUMAR J. CHOUKHANY
CHAIRMAN & MANAGING DIRECTOR
DIN: 02313049

PLACE: AHMEDABAD
DATE: 5TH SEPTEMBER, 2023

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 34TH 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. An Explanatory Statement setting out the material facts pursuant to Section 102(1) of the Act and the other applicable provisions of the Act for the proposed Resolutions is also annexed in the AGM 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 34th 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 34th 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 34th 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 22/09/2023 to 28/09/2023 (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 2022-23 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 Monday, 25th September, 2023 at 9:00 a.m. (IST) and ends on Wednesday, 27th September, 2023 at 5:00 p.m. (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. Thursday, 21st September, 2023 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 aforesaid 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

	<p>https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at 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>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

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 22 55 33
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

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	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.

- (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 22 55 33

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, 25thFloor, 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 22 55 33.

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	Mukesh J. & Associates, Company Secretaries 503, Suyojan Complex, Swastik Cross Road, Navranpura, Ahmedabad - 380009, 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 48 hours of 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 (Non – Executive Director)	Manojkumar Jagdishprasad Choukhany (Chairman & Managing	Sonam Choukhany (Whole-Time Director)	Yatin Hasmukhlal Doshi (Additional Executive Director)
DIN	01296404	02313049	08071455	02168944
Date of Birth	03/01/1970	22/02/1966	08/12/1972	05/09/1973
Brief Resume and nature of expertise in specific functional areas	<p>Mr. Manish Agrawal, aged 53 years, is the Non - Executive Director of our Company having experience of 23 Years.</p> <p>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.</p>	<p>Mr. Manojkumar Choukhany, aged 57 years, 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. He has completed his Bachelor's Degree in commerce from Dibrugarh Haumanbux Surajmal Kanoi Commerce College, Assam. 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.</p>	<p>Mrs. Sonam Choukhany is associated with the company since March, 2019. She holds Bachelor Degree in Commerce from University of Kolkata. 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.</p>	<p>Mr. Yatin Hasmukhlal Doshi, aged 50 years, is having experience of 35 years in the field of manufacturing hard luggages. Further, he has more than 10 years of experience in the field of marketing and promoting in the luggage industry.</p> <p>He holds degree of Bachelor in Commerce from University of Gujarat. He is proposed to be appointed as the Additional Executive Director of the company for his valuable guidance and know-how of the industry.</p> <p>Moreover, his vast experience will be very helpful for the company.</p>
No. of Equity Shares held in the Company	16000	4027348	1484938	Nil

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.	Mr. Manoj Choukhany is the Promoter and Managing Director of the company and husband of Mrs. Sonam Choukhany. He is also the Brother in law of Mr. Manish Agrawal, the Non-Executive Director of the company.	Mrs. Sonam Choukhany is the promoter & Whole-Time Director of the company and wife of Mr. Manoj Kumar Jagdishprasad Choukhany, Chairman and Managing Director of the company. She is the sister of Mr. Manish Agrawal, the Non-Executive Director of the company.	Mr. Yatin Hasmukhlal Doshi is not related to any directors 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* 	<ul style="list-style-type: none"> • Other Directorship - 1 • Other Committee Membership – 2* 	<ul style="list-style-type: none"> • Other Directorship - 1 • Other Committee Membership – NIL* 	<ul style="list-style-type: none"> • Other Directorship – 1 • Other Committee Membership - Nil*
Names of listed entities from which the person has resigned in the three (3) years	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>	<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.	We confirm that Mr. Manoj Choukhany is not debarred from holding the office of Director by any SEBI order or any other such authority.	We confirm that Mrs. Sonam Choukhany is not debarred from holding the office of Director by any SEBI order or any other such authority.	We confirm that Mr. Yatin Hasmukhlal Doshi 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 J. CHOUKHANY
CHAIRMAN & MANAGING DIRECTOR
DIN: 02313049**

**PLACE: AHMEDABAD
DATE: 5TH SEPTEMBER, 2023**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statements set out all material facts relating to **Special Businesses** mentioned in the accompanying Notice.

ITEM NO. 1: RE-APPOINTMENT OF MR. MANOJKUMAR JAGDISHPRASAD CHOUKHANY (DIN: 02313049) AS A CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:

The Board of Directors of the Company, in their meeting held on 5th September, 2023, have approved the re-appointment of Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049) and appointed him as Managing Director, for further period of 5 (five) years with effect from 1st October, 2023 to 30th September 2028 on such terms and conditions including remuneration as set out in the proposed resolution and as recommended by the Nomination and Remuneration Committee of the Board.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time to time, the minimum Remuneration payable to Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time. Furthermore, Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, approval of members of the company by way of ordinary resolution is required for re-appointment of Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049) as Managing Director of the company.

Moreover, the brief profile and other details of Mr. Manojkumar Jagdishprasad Choukhany are provided in this Notice, pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SS-2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI).

None of the Directors and/or Key Managerial Personnel of the Company and their relatives except Mr. Manojkumar Jagdishprasad Choukhany, Mrs. Sonam Choukhany and Mr. Manish Agrawal are interested in the resolution.

The board recommends this resolution as set out in Item no. 1 of the Notice for the approval of the members of the company.

ITEM NO. 2: RE-APPOINTMENT OF MRS. SONAM CHOUKHANY (DIN: 08071455) AS WHOLE-TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:

The Board of Directors of the Company, in their Meeting held on 5th September, 2023, have approved re-appointment of Mrs. Sonam Choukhany (DIN: 08071455) and appointed her as the whole-time director, for further period of 5 (five) years with effect from 1st October, 2023 to 30th September 2028 on such terms and conditions including remuneration as set out in the proposed resolution and as recommended by the Nomination and Remuneration Committee of the Board.

Pursuant to the provisions of section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory

modifications or re-enactment thereof for the time being in force), approval of members of the company by way of ordinary resolution is required for re-appointment of Mrs. Sonam Choukhany (DIN: 08071455) as the Whole-time Director of the Company for a further period of 5 (Five) years with effect 1st October, 2023 to 30th September, 2028.

Furthermore, the brief profile and other details of Mrs. Sonam Choukhany are provided in this Notice, pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SS-2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI).

None of the Directors and/or Key Managerial Personnel of the Company and their relatives except Mr. Manojkumar Jagdishprasad Choukhany, Mrs. Sonam Choukhany and Mr. Manish Agrawal, are interested in the resolution.

The board recommends this resolution as set out in item no. 2 of the notice for the approval of the members of the company.

ITEM NO. 3: REGULARIZATION OF APPOINTMENT OF MR. YATIN HASMUKHLAL DOSHI (DIN: 02168944) FROM ADDITIONAL EXECUTIVE DIRECTOR TO EXECUTIVE DIRECTOR OF THE COMPANY WHO SHALL BE LIABLE TO RETIRE BY ROTATION:

Mr. Yatin Hasmukhlal Doshi (DIN: 02168944) was appointed as an Additional Executive Director of the company vide board meeting held on 5th September, 2023 subject to approval of the members at the ensuing Annual General Meeting. Your directors recommend for appointing him as an Executive Director of the company.

As per Section 161 of the Act, an Additional Executive Director shall hold office upto ensuing Annual General meeting and subject to approval of the shareholders by passing an ordinary resolution by the company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 152 & 161 and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Yatin Hasmukhlal Doshi, is proposed to be appointed as an Executive Director.

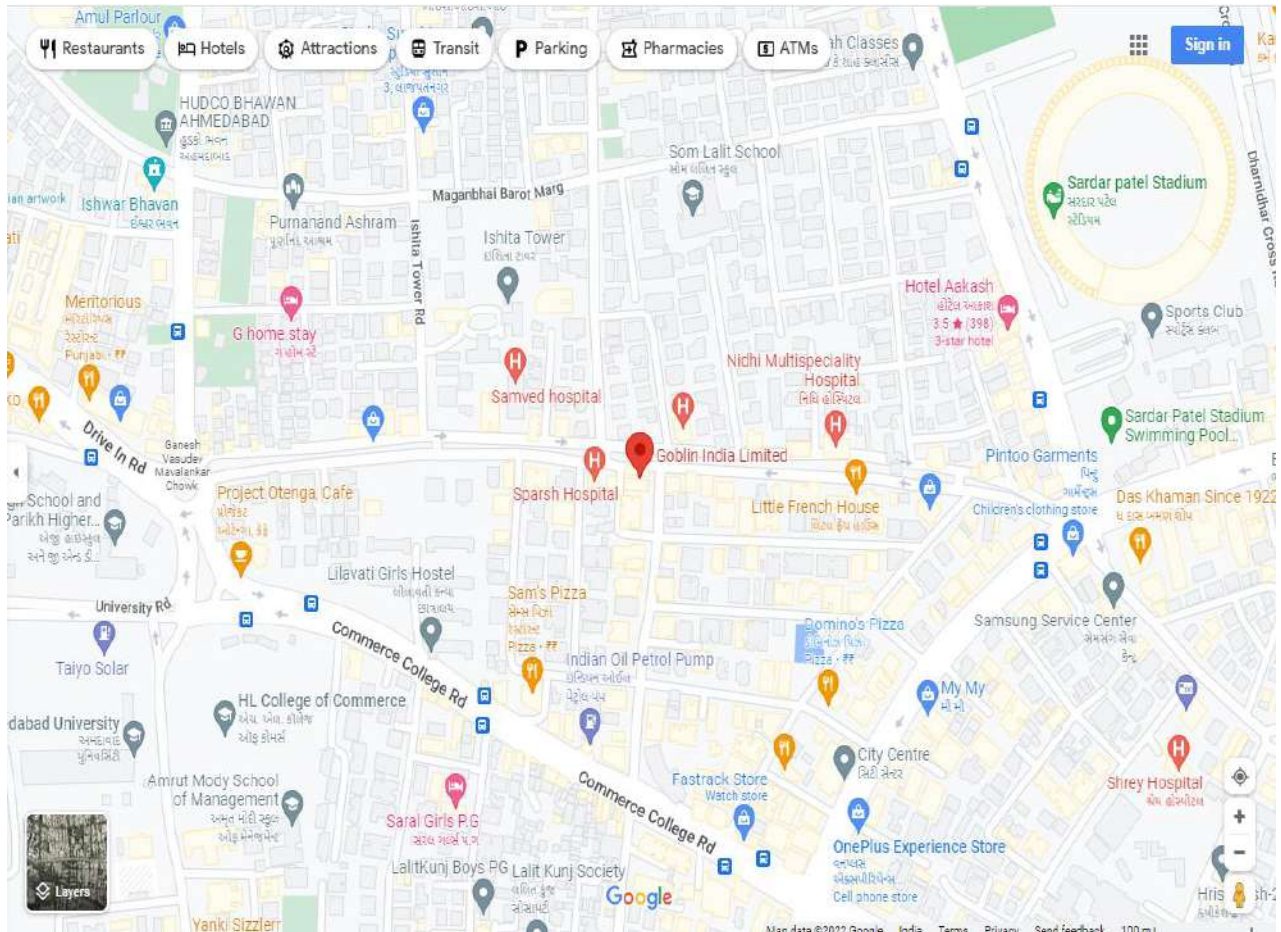
The Board considers that his continued association would be of benefit to the Company and it is desirable to continue to avail services of Mr. Yatin Hasmukhlal Doshi as an Executive Director.

Accordingly, the Board recommends passing of the ordinary resolution in relation to appointment of Mr. Yatin Hasmukhlal Doshi, as an Executive Director for the approval by the shareholders of the Company.

None of the Directors and Key Managerial Personnel (including relatives of directors or Key Managerial Personnel) of the Company except Mr. Yatin Hasmukhlal Doshi is in any way concerned or interested, financially or otherwise in this proposed resolution except to the extent of their shareholding in the Company, if any.

ROUTE MAP

Route Map of the venue of 34thAnnual General Meeting (AGM) to be held on
Thursday, 28th September, 2023 at 9:30 a.m. at
Camex House, 1st Floor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat



FORM NO. MGT-11
PROXY FORM
THIRTY FOURTH (34TH) 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 Fourth (34th) Annual General Meeting of the Company, to be held on Thursday, 28th September, 2023 at 9:30 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, 2023 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:			
1	To consider and approve re-appointment of Mr. Manojkumar Jagdishprasad Choukhany (DIN: 02313049) as Managing Director of the company for a period of five years		
2	To consider and approve re-appointment of Mrs. Sonam Choukhany (DIN: 08071455) as Whole-Time Director of the company for a period of five years		
3	To regularize appointment of Mr. Yatin Hasmukhlal Doshi (DIN: 02168944) from Additional Executive Director to Executive Director of the company who shall be liable to retire by rotation		

Affix Revenue
Stamp of One
Rupee

Signed this ____ day of ____ 2023

Signature of Shareholder _____

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 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, 1st Floor, Commerce Road, Navrangpura, Ahmedabad-380009, Gujarat,
CIN: L51100GJ1989PLC012165

Tel: 079-26465080 Website:www.goblinindia.com E-mail:cs@goblinindia.com

ATTENDANCE SLIP

THIRTY FOURTH (34TH) ANNUAL GENERAL MEETING TO BE HELD ON 28TH SEPTEMBER, 2023 AT 9:30 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 Fourth (34TH) Annual General Meeting (“AGM”) of the members of the Company being held on Thursday, 28th September, 2023, at 9:30 a.m. at Camex House, 1st Floor, 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, 2023. The e-voting commences on 25th September, 2023 at 9:00 a.m. and ends on 27th September, 2023 at 5:00 p.m. The voting module shall be disabled by CDSL for voting thereafter.