



# 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 : U51100GJ1989PLC012165



Date: 17/08/2022

The Manager (Listing),  
**The Bombay Stock Exchange Limited**  
25<sup>th</sup> Floor, P.J. Tower  
Dalal Street Fort,  
Mumbai-400 001.

**Scrip Code: 542850**

Dear Sir/Ma'am,

**Sub: Notice of Extra-Ordinary General Meeting to be held on Friday, 09<sup>th</sup> September, 2022.**

In terms of Regulation 30 of Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure) Regulations, 2015, and other applicable provisions of Listing Regulations, please find enclosed herewith the Notice convening Extraordinary General Meeting ("EGM") of the Company.

In compliance with General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 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.

The Extraordinary General Meeting of the Members of the Company will be held on Friday, September 09, 2022 at 04.00 PM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in accordance with the aforesaid circulars.

The information contained in this intimation is also available on the Company's website [www.goblinindia.com](http://www.goblinindia.com) and on the website of BSE Limited ([www.bseindia.com](http://www.bseindia.com)).

Please take note of the same.

Thanking you,

Yours truly,

**FOR, GOBLIN INDIA LIMITED**

MANOJKUMAR  
JAGDISHPRASAD  
CHOUKHANY

Digitally signed by MANOJKUMAR  
JAGDISHPRASAD CHOUKHANY  
Date: 2022.08.17 17:46:29 +05'30'

**MANOJKUMAR JAGDISHPRASAD CHOUKHANY**  
**MANAGING DIRECTOR**  
**DIN: 02313049**



## GOBLIN INDIA LIMITED

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Phone : 079 - 26465080 / 40320366; E-mail : info@goblinindia.com Website : www.goblinindia.com  
CIN : U51100GJ1989PLC012165



**NOTICE IS HEREBY GIVEN TO THE MEMBERS OF GOBLIN INDIA LIMITED THAT AN EXTRA ORDINARY GENERAL MEETING (EOGM) OF THE COMPANY WILL BE HELD ON FRIDAY, 09<sup>TH</sup> SEPTEMBER, 2022 AT 4:00 P.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS (VC/OAVM) FACILITY TO TRANSACT FOLLOWING BUSINESS:**

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### **SPECIAL BUSINESS:**

#### **ITEM NO.1 - TO INCREASE AUTHORISED SHARE CAPITAL OF COMPANY AND AMEND THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

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

**“RESOLVED THAT** pursuant to provisions of Section 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force); the consent of the members of the company be and is hereby accorded, to increase Authorized Share Capital of the company from Rs. 11,00,00,000/- (Rupees Eleven Crore Only) divided into 1,10,00,000 (One Crore Ten Lakh) equity shares of Rs. 10/- each to Rs. 11,20,00,000/- (Rupees Eleven Crore Twenty Lakh Only) divided into 1,12,00,000 equity shares of Rs. 10/- each;

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. The Authorised Share Capital of the company is Rs 11,20,00,000/- (Rupees Eleven Crore Twenty Lakh Only) divided into 1,12,00,000 equity shares of Rs. 10/- each.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deed and things including delegating powers to officers and/ or employees of the company, as they may in their absolute discretion deem necessary or expedient in respect of matters and things incidental or related thereto and to settle any question or doubt, to give effect to the aforesaid resolution.”

#### **ITEM NO. 2 - TO OFFER, ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS:**

**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 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), as amended from time to time, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from

time to time (the “SEBI Listing Regulations”) and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (“SEBI”) and/or any other competent governmental authorities (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents and permissions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents and permissions, which the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include, unless the context otherwise required or any officer(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution (“Committee”), the consent and approval of the Members of the Company (“Members”) be and is hereby accorded to the Board to create, issue, offer and allot upto 25,00,000 (Twenty Five Lakh) Equity Shares at a price of ₹ 21.50/- per equity share, aggregating upto ₹ 5,37,50,000/- (Five Crore Thirty Seven Lakh Fifty Thousand), for cash consideration on a preferential basis (“Preferential Issue”), and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws, to the following persons (collectively referred to as “Proposed Allottees”):

SR NO.	NAME OF PROPOSED ALLOTTEES	CATEGORY	NUMBER OF EQUITY SHARES
1	A GOTHAMCHAND	NON PROMOTER	1,25,000
2	G PRAKASH CHAND BAID HUF	NON PROMOTER	90,000
3	REKHA GUNAVANTH KUMAR	NON PROMOTER	90,000
4	MUDIT GOLECHA	NON PROMOTER	50,000
5	MANAV VIJAYAKUMAR	NON PROMOTER	50,000
6	MALAV P SHAH	NON PROMOTER	50,000
7	PANNA MEHTA	NON PROMOTER	35,000
8	BHARAT KUMAR	NON PROMOTER	40,000
9	RAJNIKANT MEGHJI SHAH HUF	NON PROMOTER	35,000
10	ANIKET MOHAN GORE	NON PROMOTER	25,000
11	JYOTI BHAIYA	NON PROMOTER	25,000
12	PRASHANT MISHRA	NON PROMOTER	24,000
13	TANAISHA DEVANG VYAS	NON PROMOTER	25,000
14	GAURAV SINGH	NON PROMOTER	81,500
15	KIRAN SINGH	NON PROMOTER	81,500
16	BHAVYA JAIN	NON PROMOTER	1,63,000
17	INDIA EQUITY FUND 1	NON PROMOTER	8,60,000
18	MITA DAS	NON PROMOTER	45,000
19	MILAN JASUBHAI SHAH	NON PROMOTER	2,17,000
20	SHRI KRUPA DECORATIVE VENEER PRIVATE LIMITED	NON PROMOTER	3,88,000
21	<b>TOTAL</b>		<b>25,00,000</b>

**RESOLVED FURTHER THAT** the “Relevant Date”, as per the SEBI ICDR Regulations, as amended up to date, for the determination of issue price for the Equity Share is Wednesday, 10<sup>th</sup> August, 2022, being the date 30 days prior to the date of this Extra-Ordinary General Meeting Extraordinary General Meeting (EGM) i.e., Friday, September 09, 2022;

**RESOLVED FURTHER THAT** without prejudice to the generality of the above Resolution, the issue of the Equity Shares to the Proposed Allottees under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a) The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange (BSE) subject to receipt of necessary regulatory permissions and approvals.
- b) The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- c) The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of the SEBI ICDR Regulations, 2018.
- d) The Equity Shares so allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations, 2018 except to the extent and in the manner permitted thereunder;
- e) The Equity Shares shall be allotted in dematerialized form only within a maximum period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange (BSE) as appropriate and utilisation of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential

Issue, apply to Stock Exchange (BSE) for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect

to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds, matters and things as may be necessary or appropriate in connection with the aforesaid resolutions, including making necessary filings with the Stock Exchange and statutory / regulatory authorities/ MCA and execution of any deeds and documents for and on behalf of the Company and to represent the Company before any governmental authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid Resolutions.”

**ITEM NO. 03 - REGULARIZATION OF ADDITIONAL INDEPENDENT DIRECTOR, MS. HARSHITA SINGHAL (DIN: 09592544) BY APPOINTING HER AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification/(s) or re-enactment/(s) thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification/(s) or re-enactment/(s) thereof, for the time being in force), **MS. HARSHITA SINGHAL (DIN: 09592544)**, who meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Independent Director of the Company with effect from May 02, 2022 on recommendation of the Nomination and Remuneration Committee by the Board of Directors, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years up to May 01, 2027.



**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution including filing of forms if any with MCA or intimation to any regulatory body.”

**By Order of the Board of Directors  
GOBLIN INDIA LIMITED**

**SD/-  
MANOJKUMAR CHOUKHANY  
MANAGING DIRECTOR  
DIN: 02313049**

**Place: Ahmedabad**

**Date: 16/08/2022**

**Registered Office:**

**Camex House, 1<sup>st</sup> Floor, Commerce Road,  
Navrangpura, Ahmedabad - 380009, Gujarat.**

**NOTES:**

1. 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 annexed hereto. The approval of the Members of the Company is being sought through the remote e-voting facility only.
2. Electronic copy of all documents referred to the accompanying Notice of the EGM will be available for inspection by the Shareholders in electronic mode on the website of the Company at <http://www.goblinindia.com>. The Notice can also be accessed from the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).
3. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India, Ministry of Corporate Affairs (“MCA”) allowed conducting Extra-Ordinary General Meeting (“EGM”) through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”) and dispensed the personal presence of the members at the meeting. Accordingly, the MCA issued General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular no. 21/2021 dated December 14, 2021 (“MCA Circulars”) and Circular No. SEBI/HO/CFD/ CMD1/CIRP/ 2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities Exchange Board of India (“SEBI Circular”) prescribing the procedures and manner of conducting the EGMs through VC/ OAVM. In terms of the said circulars, the EGM of the members be held through VC/OAVM. Hence, members can attend and participate in the EGM through VC/OAVM only.
4. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
5. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by CDSL.
8. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No.

17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January, 2021.

9. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.

**THE INTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND E-VOTING DURING EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- 1) The voting period begins on Tuesday 6<sup>th</sup> September, 2022 at 09.00 A.M. and ends on Thursday 8<sup>th</sup> September, 2022 at 05.00 P.M. 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) i.e. Friday, 2<sup>nd</sup> September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- 2) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- 3) 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.
- 4) 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.
- 5) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier 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 Members holding shares in Demat Form 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) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
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. 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 (iv).



- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- 9) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant GOBLIN INDIA LIMITED on which you choose to vote.
- 11) 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.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) 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.
- 17) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings 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"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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</li> </ol>

	<p>e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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 <b>NSDL</b></p>	<p>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></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</p>

website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

**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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EXTRA ORDINARY GENERAL MEETING (EGM) THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- 1) The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for Remote e-voting.
- 2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- 3) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
- 4) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@goblinindia.com](mailto:cs@goblinindia.com).
- 8) The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@goblinindia.com](mailto:cs@goblinindia.com). These queries will be replied to by the company

suitably by email. 8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

- 9) Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.

If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE**

1. For Physical shareholders-

Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front & 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 provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**By Order of the Board of Directors  
GOBLIN INIDA LIMITED**

**SD/-  
MANOJKUMAR CHOUKHANY  
MANAGING DIRECTOR  
DIN: 02313049**

**Place: Ahmedabad**

**Date: 16/08/2022**

**Registered Office:**

**Camex House 1<sup>st</sup> Floor, Commerce Road,  
Navrangpura, Ahmedabad-380009, Gujarat.**

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

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") the following Explanatory Statement sets out all material facts relating to the business mentioned under item No. 1, 2 & 3:

### **ITEM NO: 01**

At present the Authorized Share Capital of the Company is 11,00,00,000/- (Rupees Eleven Crore Only) divided into 1,10,00,000 (One Crore Ten Lakh) equity shares of Rs. 10/- each out of which paid up share capital of the Company is Rs. 10,44,38,760/- (Rupees Ten Crore Forty Four Lakh Thirty Eight Thousand Seventy Hundred Sixty Only) divided into 1,04,43,876 (One Crore Four Lakh Forty Three Thousand Eight Hundred Seventy Six) equity shares of Rs. 10/- each.

The Company proposes to increase its authorized share capital to Rs. 11,20,00,000/- (Rupees Eleven Crore Twenty Lakh only) consisting of 1,12,00,000 (One Crore Twelve Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to facilitate fund raising in future via further issue of equity shares of the company.

The increase in the Authorised Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Directors recommend the Resolution set out in the Notice for the approval of the Members.

No Director, Manager, other key managerial personnel and relatives of the same are concerned or interested in the passing of this Resolution.

### **ITEM NO.2:**

In order to meet the long term fund requirement of the company and to support the future growth of their businesses and to further augment the long-term financial resources of the Company and such other purposes, as may be determined by the Board of Directors of the Company ("Board") from time to time, the Board in its meeting held on Tuesday, 16<sup>th</sup> August, 2022 has proposed to raise funds by way of issue of up to 25,00,000 equity shares of the Company having face value of ₹ 10 each ("Equity Shares") on a preferential basis at an issue price of ₹ 21.50/- per Equity Share. The Issue price for the Preferential Issue (as determined by the Board in accordance with the pricing guidelines prescribed under Regulation 164 of the SEBI ICDR Regulations) is ₹ 21.50/- per Equity Share.

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the "Act"), as amended from time to time, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue

of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (the “Listing Regulations”), approval of members of the Company (“Members”) by way of a special resolution (“Special Resolution”) is required for the Preferential Issue.

The details in relation to the Preferential Issue as required under Chapter V of the SEBI ICDR Regulations, the provisions of Section 62(1)(c) of the Companies Act, 2013 and Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014, are set forth below:

**1. a) Objects of the Preferential Issue and aggregate amount proposed to be raised:**

The Company proposes to raise an amount aggregating to Rs. 5,37,50,000/- (Five Crore Thirty-Seven Lakh Fifty Thousand Only), through the Preferential Issue. The proceeds of the Preferential Issue will be utilized for augmenting long term business requirements of the Company and other general corporate purposes.

**b) Maximum number of specified securities to be issued**

Up to 25,00,000 Equity Shares of the face value of Rs. 10 per Equity Share of the Company, at an issue price of Rs. 21.50 per Equity Share aggregating up to Rs. 5,37,50,000/- (Five Crore Thirty-Seven Lakh Fifty Thousand Only), such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

**c) Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the Preferential Issue; contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of the objects:**

None of the promoters, directors or key managerial personnel of the Company intends to subscribe to any of the Equity Shares to be allotted pursuant to the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.

**d) Shareholding pattern of the Company before and after the Preferential Issue:**

Sr. No.	Category	Pre issue Shareholding Structure		Post-issue	
		No. of Shares held	% of shareholding	No. of Shares held	% of shareholding
<b>A</b>	<b>Promoter’s Holding</b>				
1	Indian				
	Individual	55,17,616	52.83%	55,17,616	42.63%
	Bodies corporate	-	-	-	-
	Sub-total	55,17,616	52.83%	55,17,616	42.63%
2	Foreign Promoters	-	-	-	-
	<b>Sub-total (A)</b>	55,17,616	52.83%	55,17,616	42.63%

<b>B</b>	<b>Non-Promoter's Holding</b>				
1	Institutional investors	-	-	860000	6.64%
2	Non-institution				
	Private corporate bodies	10,00,000	9.6%	1388000	10.72%
	Individuals	29,46,020	28.2%	4073020	31.47%
	Others (Including HUF, LLP & NRI)	980240	9.4%	1105240	8.54%
C)	Non Promoter - Non Public	-	-	-	-
	<b>Sub-total (B)</b>	4926260	47.17%	7426260	57.37%
	<b>GRAND TOTAL</b>	10443876	100.00%	12943876	100.00%

**e) Proposed time frame within which the Preferential Issue shall be completed:**

As required under Chapter V of the SEBI ICDR Regulations, the Equity Shares to be allotted to each of the Proposed Allottees pursuant to the Preferential Issue shall be allotted by the Company within a period of 15 days from the date of passing of the Special Resolution at the extraordinary general meeting, provided that where the allotment of the proposed Equity Shares to any of the Proposed Allottee is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

**f) The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s).**

<b>SR NO.</b>	<b>NAME OF PROPOSED ALLOTTEES</b>	<b>IF ALLOTTEE IS NOT A NATURAL PERSON, IDENTITY OF THE NATURAL PERSON WHO ARE THE ULTIMATE BENEFICIAL OWNER OF THE SHARES PROPOSED TO BE ISSUED, IF APPLICABLE</b>	<b>NUMBER OF EQUITY SHARES</b>
1	A GOTHAMCHAND	Not Applicable, as the allottee is a natural person	1,25,000
2	G PRAKASH CHAND BAID HUF	G PRAKASH CHAND BAID	90,000
3	REKHA GUNAVANTH KUMAR	Not Applicable, as the allottee is a natural person	90,000
4	MUDIT GOLECHA	Not Applicable, as the allottee is a natural person	50,000
5	MANAV VIJAYAKUMAR	Not Applicable, as the allottee is a natural person	50,000
6	MALAV P SHAH	Not Applicable, as the allottee is a natural person	50,000
7	PANNA MEHTA	Not Applicable, as the allottee is a natural person	35,000
8	BHARAT KUMAR	Not Applicable, as the allottee is a natural person	40,000
9	RAJNIKANT MEGHJI SHAH HUF	RAJNIKANT MEGHJI SHAH	35,000

10	ANIKET MOHAN GORE	Not Applicable, as the allottee is a natural person	25,000
11	JYOTI BHAIYA	Not Applicable, as the allottee is a natural person	25,000
12	PRASHANT MISHRA	Not Applicable, as the allottee is a natural person	24,000
13	TANAISHA DEVANG VYAS	Not Applicable, as the allottee is a natural person	25,000
14	GAURAV SINGH	Not Applicable, as the allottee is a natural person	81,500
15	KIRAN SINGH	Not Applicable, as the allottee is a natural person	81,500
16	BHAVYA JAIN	Not Applicable, as the allottee is a natural person	1,63,000
17	*INDIA EQUITY FUND 1	Mr. Bhavya Jain [Managing Partner of IndiaBridge Capital Management LLP, Investment Manager of India Equity Fund 1] Please refer Note	8,60,000
18	MITA DAS	Not Applicable, as the allottee is a natural person	45,000
19	MILAN JASUBHAI SHAH	Not Applicable, as the allottee is a natural person	2,17,000
20	SHRI KRUPA DECORATIVE VENEER PRIVATE LIMITED	Mr. Sumit Mehta	3,88,000
	<b>TOTAL</b>		<b>25,00,000</b>

\*Note : India Equity Fund 1 being a scheme of Sarcap Investment Trust (a SEBI Registered AIF Category III), has appointed IndiaBridge Capital Management LLP (formerly Sarath Capital Management LLP) as the Investment Manager of the fund and as the Managing Partner of the Investment Manager, Mr. Bhavya Jain is the senior managing official of the India Equity Fund 1.

**f (a) The percentage of post preferential issue capital that may be held by the allottee(s) in the issuer consequent to the preferential issue:**

Particulars	Pre - Preferential Allotment shareholding		Post - Preferential Allotment shareholding	
	No.	%	No.	%
A GOTHAMCHAND	<b>NIL</b>		1,25,000	0.97%
G PRAKASH CHAND BAID HUF			90,000	0.70%
REKHA GUNAVANTH KUMAR			90,000	0.70%
MUDIT GOLECHA			50,000	0.39%
MANAV VIJAYAKUMAR			50,000	0.39%



MALAV P SHAH	50,000	0.39%
PANNA MEHTA	35,000	0.27%
BHARAT KUMAR	40,000	0.31%
RAJNIKANT MEGHJI SHAH HUF	35,000	0.27%
ANIKET MOHAN GORE	25,000	0.19%
JYOTI BHAIYA	25,000	0.19%
PRASHANT MISHRA	24,000	0.19%
TANAISHA DEVANG VYAS	25,000	0.19%
GAURAV SINGH	81,500	0.63%
KIRAN SINGH	81,500	0.63%
BHAVYA JAIN	1,63,000	1.26%
INDIA EQUITY FUND 1	8,60,000	6.64%
MITA DAS	45,000	0.35%
MILAN JASUBHAI SHAH	2,17,000	1.68%
SHRI KRUPA DECORATIVE VENEER PRIVATE LIMITED	3,88,000	3.00%

**g) h) & i) Undertakings**

i) None of the Company, its Directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.

ii) The Company is eligible to make the Preferential Issue to its Investor under Chapter V of the SEBI ICDR Regulations.

iii) As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

iv) The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Allotment in terms of the provisions of SEBI ICDR Regulations where it is required to do so.

v) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottee.

vi) The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

**j) The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter.]**

SR NO.	NAME OF PROPOSED ALLOTTEES	CATEGORY	NUMBER OF EQUITY SHARES
1	A GOTHAMCHAND	NON PROMOTER	1,25,000

2	G PRAKASH CHAND BAID HUF	NON PROMOTER	90,000
3	REKHA GUNAVANTH KUMAR	NON PROMOTER	90,000
4	MUDIT GOLECHA	NON PROMOTER	50,000
5	MANAV VIJAYAKUMAR	NON PROMOTER	50,000
6	MALAV P SHAH	NON PROMOTER	50,000
7	PANNA MEHTA	NON PROMOTER	35,000
8	BHARAT KUMAR	NON PROMOTER	40,000
9	RAJNIKANT MEGHJI SHAH HUF	NON PROMOTER	35,000
10	ANIKET MOHAN GORE	NON PROMOTER	25,000
11	JYOTI BHAIYA	NON PROMOTER	25,000
12	PRASHANT MISHRA	NON PROMOTER	24,000
13	TANAISHA DEVANG VYAS	NON PROMOTER	25,000
14	GAURAV SINGH	NON PROMOTER	81,500
15	KIRAN SINGH	NON PROMOTER	81,500
16	BHAVYA JAIN	NON PROMOTER	1,63,000
17	INDIA EQUITY FUND 1	NON PROMOTER	8,60,000
18	MITA DAS	NON PROMOTER	45,000
19	MILAN JASUBHAI SHAH	NON PROMOTER	2,17,000
20	SHRI KRUPA DECORATIVE VENEER PRIVATE LIMITED	NON PROMOTER	3,88,000
	<b>TOTAL</b>		<b>25,00,000</b>

## **2) Practicing Company Secretary's Certificate**

The certificate from Mukesh J & Associates, Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website till the date of the EGM, and will be accessible at link: [www.goblinindia.com](http://www.goblinindia.com).

## **3) Relevant Date:**

In terms of provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the relevant date for determining the Preferential Issue of the Equity Shares is 10<sup>th</sup> August, 2022, being the date 30 days prior to the date of the extra ordinary general meeting to consider the Preferential Issue ("Relevant Date").

## **4) Lock-in Period:**

The Equity Shares to be allotted on a preferential basis shall be locked-in for such period as specified under Regulations 167 of the SEBI ICDR Regulations.

## **5) Justification for offer being made for consideration other than cash together with the valuation report of the Registered Valuer:**

Justification is not required as the consideration for issue of equity shares and fully convertible warrants shall be paid in cash and not in consideration other than cash.

## **6.) Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price:**

During the year, the Company has not allotted any securities on preferential basis.

**7) Basis on which the Issue price has been arrived at and justification for the price:**

The Equity Shares of the Company are listed on BSE Limited (“BSE”) (referred to as the “Stock Exchange”). The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations on BSE, the Stock Exchange with higher trading volumes for the preceding ninety trading days prior to the Relevant Date, has been considered for determining the issue price in accordance with the SEBI ICDR Regulations.

In terms of the provisions of Regulation 164 of SEBI (ICDR) Regulations the price at which Equity Shares shall be allotted shall not be less than higher of the following:

**a. the 90 (Ninety) trading days’ volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date, i.e., Rs. 21.35/- per Equity Share; or**

**b. the 10 (Ten) trading days’ volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date, i.e., Rs. 21.21/- per Equity Share.**

The Equity Shares of the Company are listed on the stock exchange and the Preferential Issue is more than 5% of the post issue fully diluted share capital of the Company, report of the registered Valuer **MR. SAGAR SHAH having Reg. No. IBBI/RV/06/2020/13744** is taken under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue and under applicable provisions of 166A of SEBI ICDR Regulations.

The Report will also be made available on the Company’s website till the date of the EGM, and will be accessible at link: [www.goblinindia.com](http://www.goblinindia.com).

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn’t contain any article which provides for particular method for determination of price in case of preferential issue.

**The issue price of the Equity Shares to be allotted on preferential basis is Rs. 21.50/- each to the proposed Allottees, which is higher than the price as computed above.**

**8) The change in control, if any, in the company that would occur consequent to the offer**

The existing promoters of the Company would continue to be in control over the Company subsequent to the offer.

**9) Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.**

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares to Investors is being sought by way of a special resolution as set out in the said item no. 2 of the Notice.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No.2 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

None of the directors, key managerial personnel of the Company or their relatives are, in any way, financially or otherwise, concerned or interested, in the said resolution, except to the extent of their respective shareholding and directorships, if any, in the Company.

**ITEM NO.3:**

Pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013 and the Articles of Association of the Company, the Board recommended, the regularization of Appointment of Harshita Singhal as an Independent (Non-Executive) Director of the Company with effect from 02.05.2022 who was appointed as an Additional Independent Director with effect from May 02, 2022 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof) and applicable provisions of the Articles of Association of the Company.

The Company has received consent and declaration that she meets the criteria of Independence under Section 149(6) of the Companies' Act, 2013.

Ms. Harshita Singhal is to be regularized as a Non-Executive Independent Director of the company for five consecutive years from the date of appointment and whose office shall not be liable to retire by rotation.

In View of the above, your Directors recommend the proposed resolution with or without modification as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel (including relatives of directors or Key Managerial Personnel) of the Company except Ms. Harshita Singhal are 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.

**By Order of the Board of Directors  
GOBLIN INIDA LIMITED**

**SD/-  
MANOJKUMAR CHOUKHANY  
MANAGING DIRECTOR  
DIN: 02313049**

**Place: Ahmedabad  
Date: 16/08/2022**

**Registered Office:  
Camex House, 1<sup>st</sup> Floor, Commerce Road,  
Navrangpura, Ahmedabad-380009, Gujarat.**

### EXHIBIT TO THE NOTICE

Information of Director seeking appointment and re-appointment, as required under Regulation 36(3) of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, is as follows:

Name of Director	Ms. Harshita Singhal
DIN	09592544
Date of Birth	20 <sup>th</sup> February, 1997
Brief Resume and Nature of expertise in specific functional areas	Ms. Harshita Singhal is a Qualified Company Secretary and member of Institute of Company Secretaries of India (ICSI) with core competence and vast knowledge in the fields of Company law and Securities law.
Skills and Capabilities required for the role and the manner in which person meets such requirements	Ms. Harshita Singhal has vide experience in Company law and Securities Law that will enhance monitoring executive activity and safeguarding the interests of various stakeholders.
No. of Equity Shares held in the Company	NIL
Names of listed entities (Including this listed entity) in which the person holds the Directorship and the Membership of Committees	Directorship- 1 (Goblin) Committee Membership- 2 (Goblin)
Disclosure of Relationships between Directors inter-se	N.A.
Names of listed entities from which the person has resigned in the three (3) years years.	0

By Order of the Board of Directors  
GOBLIN INIDA LIMITED

SD/-  
MANOJKUMAR CHOUKHANY  
MANAGING DIRECTOR  
DIN: 02313049

Place: Ahmedabad  
Date: 16/08/2022

Registered Office:  
Camex House, 1<sup>st</sup> Floor, Commerce Road,  
Navrangpura, Ahmedabad-380009, Gujarat.