

ENCHANTE JEWELLARYLIMITED

CIN NO. L74899HR1995PLC032759

Regd. Office: Plot No 3&4, Udyog Vihar Phase IV, Gurgaon

Website: www.enchantjewellery.com, e-mail: enchante@enchantejewellery.co.in

NOTICE OF 36th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that 36th Annual General Meeting of Members of Enchanté Jewellery Limited will be held at 9:30 a.m. on Friday 8th July' 2022, at Plot No. 3&4, Udyog Vihar, Phase IV, Gurgaon, Haryana-122015 to transact the Following business:

Ordinary Business

1. To receive, consider and adopt the audited Profit & Loss A/c and Balance Sheet for the year ended 31st March 2022 and Report of Board and Auditor therein.
2. To Re-appoint Mr Vinayak Mehra (DIN No.08365000), who retires by rotation and, being eligible, offer himself for reappointment.
3. Ratification of Appointment of Statutory Auditors to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the AGM to be held for the Financial Year 2021-2022 and to fix their remuneration.

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

"RESOLVED THAT pursuant to Section 139 and pursuant to appointment of M/s Manoj C. Agarwal and Co., Chartered Accountants, (Firm Registration No. 011072C), as Statutory Auditors of the Company as the Statutory Auditors of the Company till the conclusion of 37th Annual General Meeting of the Company, is hereby ratified at a remuneration including out of pocket expenses and other expenses as may be recommended by the Audit Committee of the Company and finalized mutually by and between the Board of Directors and the Auditor.

RESOLVED FURTHER THAT to give effect to above resolution, Mr Pawan Mehra Director of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.

SPECIAL BUSINESS:

ITEM NO. 4 Sale of Assets 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 Section 180(1) (a) of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, consent be and is hereby accorded to dispose of the whole, or substantially the whole of the assets of the Company including and not limited to Udyog Vihar Unit of the Company situated at Plot No 3&4, Udyog Vihar Phase IV, Gurgaon for such consideration and on such terms and conditions as the Board of Directors of the Company consider beneficial to the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions and take such steps as may be necessary for obtaining approvals, statutory or contractual or otherwise, if any, required in relation to the above and to settle all the matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company

and generally to do all such acts, deeds and things that may be necessary, proper and expedient or incidental for the purpose of giving effect to the above resolution.”

By Order of the Board

For Enchante Jewellery Limited

Sd/-

Charanjit Lal Mehra

Director

(DIN:02132465)

Place: Gurgaon

Date: 11th Day of June 2022

NOTES:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the Special Business to be transacted at the Annual General Meeting (“Meeting”) is annexed hereto
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON HIS BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY
3. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company duly *completed and signed not less than 48 hours before the time of the Meeting. Proxies submitted on behalf of the companies, societies etc. must be accompanied by an appropriate resolution, as applicable.
4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.
5. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
6. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
7. The Register of Members & Share Transfer Books of the Company will remain closed from 1st July ,2022 to 7th July 2022.(both days inclusive).
8. All the documents relevant to the resolution specified in the notice and which are referred to in the Explanatory Statement are available for inspection by the shareholders of the Company at the registered office of the Company.
9. Members are requested to send their Share Certificates for transfer/demat to the Registrar & Share Transfer Agent at Link Intime India Pvt. Ltd., Noble Heights, 1st Floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New delhi-110055
10. In terms of Clause 35 B of the Listing Agreement, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Enchanté Jewellery Limited.
11. Members / list of Beneficial Owners as on June 30, 2022, i.e. the cut-off date taken by the Company for dispatch of the Annual Report and the Notice (including notice for e-voting) calling the Annual General Meeting. The ‘Step-by-Step’ procedure and instructions for casting your vote electronically are as under:

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.