

RATNA SAGAR PRIVATE LIMITED

(CIN: U74899DL1986PTC023532)

Registered office: Virat Bhawan, Dr. Mukherjee Nagar Commercial Complex, Delhi 110009

Phone: (011) 47038000, Fax (011) 47038099

Website: www.ratnasagar.com Email: rsagar@ratnasagar.com

NOTICE

NOTICE is hereby given that an Extra-Ordinary General Meeting of the members of RATNA SAGAR PRIVATE LIMITED will be held on **Friday, 20th March, 2020** at 11:00 a.m. at the registered office of the Company at Virat Bhawan, Dr. Mukherjee Nagar Commercial Complex, Delhi 110009 to transact the following business:

SPECIAL BUSINESS

1. To consider appointment of M/s S. P. Chopra & Co., Chartered Accountants as Statutory Auditor of the Company to fill the casual vacancy and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 M/s S. P. Chopra & Co., Chartered Accountants (Firm Registration No. 000346N), be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Gupta & Gupta, Chartered Accountants.

RESOLVED FURTHER THAT M/s S. P. Chopra & Co., Chartered Accountants, shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting of the Company and shall conduct the Statutory Audit for the period ended 31st March, 2020 on such remuneration as may be fixed by the Board of Directors in consultation with them."

By Order of Board
For Ratna Sagar Private Limited



Rajender Jain

Joint Managing Director

DIN: 01061602



Sugat Jain

Managing Director

DIN: 02144901

Place: New Delhi

Date: 10.03.2020

NOTES:

1. A member entitled to attend and vote at the Extra-Ordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

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. Proxy form is enclosed with the notice sent to the members.

2. Members and Proxies should sign attendance sheet at the meeting. Corporate members are requested to send a duly certified copy of the board resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the meeting.
3. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company during the office hours on all working up to the date of meeting.
4. Members are requested to notify change in address, if any, immediately to the Company.
5. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars and other communications from the Company electronically.
6. Route map for meeting venue is enclosed with notice of the meeting.
7. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business under Item No. 1 to the notice, is annexed hereto.
8. The Company has obtained consent of all the members to hold Extra-Ordinary General Meeting at shorter period notice and same are available at the registered office of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 1

M/s Gupta & Gupta, Chartered Accountants (Firm Registration No. 000681N) have tendered their resignation as Statutory Auditors of the Company in view of reorganization and change in constitution of firm.

In terms of Section 139(8) of the Companies Act, 2013, the casual vacancy caused by the resignation of statutory auditor can be filled by the shareholders in the General Meeting within three months from the date of recommendation of the Board of Directors of the Company.

The Board of Directors of the Company recommended that M/s S. P. Chopra & Co., Chartered Accountants be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Gupta & Gupta, Chartered Accountants.

M/s S. P. Chopra & Co., have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

The documents related to appointment of M/s S. P. Chopra & Co., as Statutory Auditors of the Company shall remain open for inspection by the members at the registered office of the Company during normal business hours on any working day.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

By Order of Board
For Ratna Sagar Private Limited


Rajender Jain

Joint Managing Director
DIN: 01061602


Sugat Jain

Managing Director
DIN: 02144901

Place: New Delhi

Date: 10.03.2020