

## **Notice Of Extra ordinary Genral Meeting**

**Notice** is hereby given that the Extra Ordinary General Meeting of the members of Radhika Jeweltech Limited will be held on Saturday, the 30<sup>TH</sup> March, 2019 at 11:00 A.M. at Registered office of the company at 3-4-5, Rajshrungi Complex, Palace Road, Rajkot - 360 001 to transact the following Business:

### **SPECIAL BUSINESS :**

#### **APPROVAL FOR CONTINUATION OF MR. TULSIDAS P. BHANANI AS DIRECTOR :**

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

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and rules made there under including any statutory modification(s) or re-enactment thereof, Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the members be and hereby accorded to Mr. Tulsidas p. Bhanani, (DIN: 07587342), Non-Executive and Independent Director of the Company, who has already attained the age of 75 years to continue as an Independent Director of the Company on and after April 1, 2019 till the expiry of his existing term.

Date: 04<sup>th</sup> March, 2019  
Place: Rajkot

By Order of the Board  
For, Radhika Jeweltech Limited

Sd/-  
Ashokkumar M. Zinzuwadia  
Managing Director  
DIN: 07505964

## **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**

As per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, with effect from 1st April, 2019, no listed Company shall appoint or continue the Directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Mr. Tulsidas P. Bhanani (DIN: 07587342) was appointed as Non-Executive Independent Director of the Company under Section 149 and 152 of the Companies Act, 2013 not liable to retire by rotation.

Mr. Tulsidas P. Bhanani (DIN: 07587342) is person of integrity; possess relevant expertise and vast experience. His association as non-executive Independent directors will be beneficial and in the best interest of the Company. In line with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Amendment), 2018 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your directors recommend his continued association beyond April 1, 2019 and until expiry of their respective terms.

The brief resume of said Directors, nature of their expertise in functional areas, disclosure of relationships between Directors, Directorships and Memberships of Committees of the Board of Listed entities and shareholding as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended is set out in this Notice as Annexure A.

The Board of Directors accordingly recommends the Special Resolutions as mentioned at item no. 1 of this Notice for approval of the Members of the Company.

None of the other Directors and key managerial personnel are deemed to be concerned or interested, financially or otherwise in the proposed special resolution, except to the extent of their shareholding in the company.

**Annexure A**

Details of the director seeking continuation of present term

Name of the Director	Tulsidas Prabhudas Bhanani
DIN	07587342
Nature	To continue the appointment as director (Independent -not liable to retire by rotation )
Date of Birth	30.05.1938
Qualification	Primary Education
Date of Appointment	23.07.2016
Experience	He has more than 55 years experience in the business of Manufacturing and Trading of gold plated Jewellery
Directorship Held in other Public Limited Company	NIL
No. of Shares Held	NIL
List of other companies in which Directorship are held (other than Section 8 Company)	NIL
Chairmanship or membership on other companies	NIL
Disclosure of Relationships between Director inter-se	NIL

Date: 04<sup>th</sup> March, 2019  
Place: Rajkot

By Order of the Board  
For, RADHIKA JEWELTECH LIMITED

Sd/-  
Ashokkumar M. Zinzuwadia  
Managing Director  
DIN: 07505964