

NOTICE

Notice is hereby given that the 02/EGM/AIL/2019-20 Extra-Ordinary General Meeting of Anmol Industries Limited will be held at its registered office at 229, A.J.C. Bose Road, Crescent Tower, 3rd Floor, Unit 3A, 3B, 3C & 3D, Kolkata -700020, West Bengal, on Monday, the 13th day of January, 2020 at 10.00 a.m. to transact the following business:

SPECIAL BUSINESS:

ITEM NO.1

APPROVAL OF RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013

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 188 and other applicable provisions, if any of the Companies Act, 2013 and relevant Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) consent of the members be and is hereby accorded for approval of related party transaction entered by the company with an employment contract with Shri Radhesh Choudhary, Son of Mr Gobindram Choudhary, Managing Director of the Company.”

“RESOLVED FURTHER THAT the Board of Directors , be and are hereby, severally, authorized to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above resolutions.”

By Order of the Board
For **Anmol Industries Limited**

Brundaban Behera
Company Secretary

Date : 19.12.2019
Address : 229, A.J.C Bose Road,
Crescent Tower, 3rd Floor, Unit No.3A, 3B, 3C & 3D
Kolkata - 700020

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
2. Statement pursuant to Section 102(1) of the Companies Act, 2013 (the “Act”) relating to the special business to be transacted at the Extra-Ordinary General Meeting (the “EGM”) is annexed hereto.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following explanatory statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to special businesses mentioned in the accompanying notice for convening the EGM of the Company.

ITEM NO.1

Members of the Company are further requested to note that Section 188(1) of the Companies Act, 2013 read with the relevant Rules made there under requires any transaction entered into between related parties for appointment to any office or place of profit of the Company, its subsidiary Company or Associate Company at a monthly remuneration exceeding two and half lakh rupees, shall be made with the prior approval of the members. The said transaction of employment contract of Shri Radhesh Choudhary, son of Mr. Gobindram Choudhary, Managing Director of the Company with an Annual expenses to the tune of Rs 1.00 crore (Maximum amount) is falling under a related party transaction. The members are further perused that the said transaction is not a material related party transaction as per the Related Party policy of the Company. The Audit Committee and Board of Directors have reviewed major terms & conditions of the transaction and recommend to the members for their approval by way of an Ordinary Resolution.

The following disclosures for related party transaction is made in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rule, 2014.

Sl	Particulars	Remarks
a	The Name of the Related Party and the Nature of Relationship	Shri Radhesh Choudhary, Son of Mr. Gobindram Choudhary, Managing Director of the Company.
b	Nature, material terms, monetary value and particulars of the contract or arrangements	It is a nature of Employment Contract within the Company itself and the duration will be as per the HR policy of the Company. However, the Company will pay his higher studies at abroad for a maximum period of 3 years starting from the month of January, 2020.
c	Any other information relevant or important for the members to take a decision on the proposed resolution	The Annual Expenditure toward the education (boarding, Lodging, transportation and college fees) including his stipend shall not exceed Rs 1.00 Crore. In case of the payment cannot transferred his account, the same may be reimbursed his father to make the payment.

Except Mr. Gobindram Choudhary, Managing Director & KMP , none of the Directors or KMP or their relatives are related or concerned or interested, financially or otherwise in the resolution. The Board accordingly recommends the Ordinary Resolution set out at Item No. 1 of the accompanying Notice for approval of the Members.

By Order of the Board
For **Anmol Industries Limited**

Brundaban Behera
Company Secretary

Date: 19.12.2019
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