

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that Extra Ordinary General Meeting of the members of M/s. LATTEYS INDUSTRIES LIMITED will be held on Monday 28th Day of October, 2024 at 11:00 A.M. at Plot No 16 Phase ½ Naroda GIDC Ahmedabad-382330, Gujarat to transact the following business:

SPECIAL BUSINESS

1. To Increase in Authorised Share Capital 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 the provisions of section 61 and 13 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof for the time being in force), and provisions of the Articles of Association, approval of the members, be and is hereby accorded to increase the Authorized Share Capital of the Company from existing Rs. 11,50,00,000 (Rupees Eleven Crore Fifty Lakhs only) divided into 5,75,00,000 (Five Crore Seventy Five Lakhs) equity shares of Rs.2/- each to Rs. 25,00,00,000 (Rupees Twenty Five Crore Only) divided into 12,50,00,000 (Twelve Crore Fifty Lakhs) equity shares of Rs.2/-

Further resolve that Clause No. V of the Memorandum of Association of the Company for the words and figures : **“The authorized share capital of the Company is Rs. 11,50,00,000 (Rupees Eleven Crore Fifty Lakh only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) Equity Shares of Rs. 2/- each.”**

Shall be substituted with the following :

“The authorized share capital of the Company is Rs. 25,00,00,000 (Rupees Twenty Five Crore only) divided into 12,50,00,000 (Twelve Crore Fifty Lakhs) Equity Shares of Rs. 2/- each.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company or a Committee thereof be and are hereby authorized to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions, difficulties or doubts that may arise in regard to the increase in Authorized Share Capital of the Company and consequent amendment in the Memorandum of Association of the Company as they may think fit.”

Registered Office:
PLOT NO. 16, PHASE-1/2,
GIDC ESTATE,
NARODA,
AHMEDABAD – 395002,
GUJARAT, INDIA

**By order of the Board
FOR LATTEYS INDUSTRIES LIMITED**

SD/-
KAPOOR CHAND GARG
MANAGING DIRECTOR
(DIN 00434621)

Place: AHMEDABAD
Date: 04.10.2024

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to special businesses to be transacted at Extra Ordinary General (the “Meeting”) is annexed herewith.
2. The Notice of the Extra Ordinary General (the “Meeting”) is available on the website of the Company i.e. www.latteysindustries.com
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
4. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
5. The relevant explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
6. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
7. A Route Map along with Prominent Landmark for easy location to reach the venue of Extraordinary General Meeting is annexed with the Notice of Extraordinary General Meeting.
8. Shareholders are requested to intimate changes in their address, if any, quoting the folio number / DP-ID and Client ID, to the Company.
9. The statutory registers viz. register of directors and key managerial personnel and their shareholding and register of contracts or arrangements in which directors are interested, shall remain available for online inspection during the meeting.
10. Save and except as mentioned elsewhere in this Notice, none of the Directors/Key Managerial Personnel of the Company and/or their relatives have any conflict of interest, financially or otherwise, in the any of the resolutions as set out in the Notice.

Registered Office:
PLOT NO. 16, PHASE-1/2,
GIDC ESTATE,
NARODA,
AHMEDABAD – 395002,
GUJARAT, INDIA

**By order of the Board
FOR LATTEYS INDUSTRIES LIMITED**

SD/-
KAPOOR CHAND GARG
Chairman & Managing Director
DIN: 00434621

Place: AHMEDABAD

Date: 04.10.2024

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

At present, the Authorised Share Capital of the Company stands at INR 11,50,00,000/- Crores divided into 5,75,00,000 Equity Shares of Rs. 2 each.

It is intended to raise the required funds by way of induction of the fresh equity share capital in the Company and it would therefore be necessary to increase the Authorised Share Capital.

It is proposed to increase the Authorised Share Capital from INR 11,50,00,000 Crores to INR 25,00,00,000 Crores by creation of 12,50,00,000 Equity Shares of Rs. 2 each.

For the above purpose, it would be necessary to substitute the existing Clause V of the Memorandum of Association of the Company with a new Clause V. In accordance with the provisions of Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules framed there under, it would be necessary to obtain the approval of the members for the increase in Authorised Share Capital of the Company.

It is being sought as proposed in the Resolution. The existing and the proposed Memorandum of Association of the Company are available for inspection by any Member at the Registered Office of the Company.

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

None of the Directors, KMPs and their relatives are in any way, concerned or interested in this Item/ Business

Registered Office:
PLOT NO. 16, PHASE-1/2,
GIDC ESTATE,
NARODA,
AHMEDABAD – 382330,
Place: AHMEDABAD
GUJARAT, INDIA

**By order of the Board
FOR LATTEYS INDUSTRIES LIMITED**

SD/-
KAPOOR CHAND GARG
Chairman & Managing Director
DIN: 00434621

Date: 04.10.2024

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

To,
Latteys Industries Limited
Plot No 16 Phase ½ , Naroda GIDC
Ahmedabad-382330
Gujarat

PROXY FORM

Name	
Registered Address	
E-Mail ID	
Folio No./Client ID	

I/we _____ being member(s) of above named company, hereby
appoint

Name:	
Address:	
E-Mail ID	Signature:
Or failing him/her	
Name:	
Address:	
E-Mail ID	Signature:
Or failing him/her	
Name:	
Address:	
E-Mail ID	Signature:

As my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on the Monday, 28th Day of October, 2024 at 11:00 am at registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	Vote	
		For	Against
	Ordinary resolution		
1.	To Approve increase in Authorised Share Capital of the Company		

Signed this day of _____ , 2024

**Affix Re. 1
Revenue
Stamp**

Signature of Member

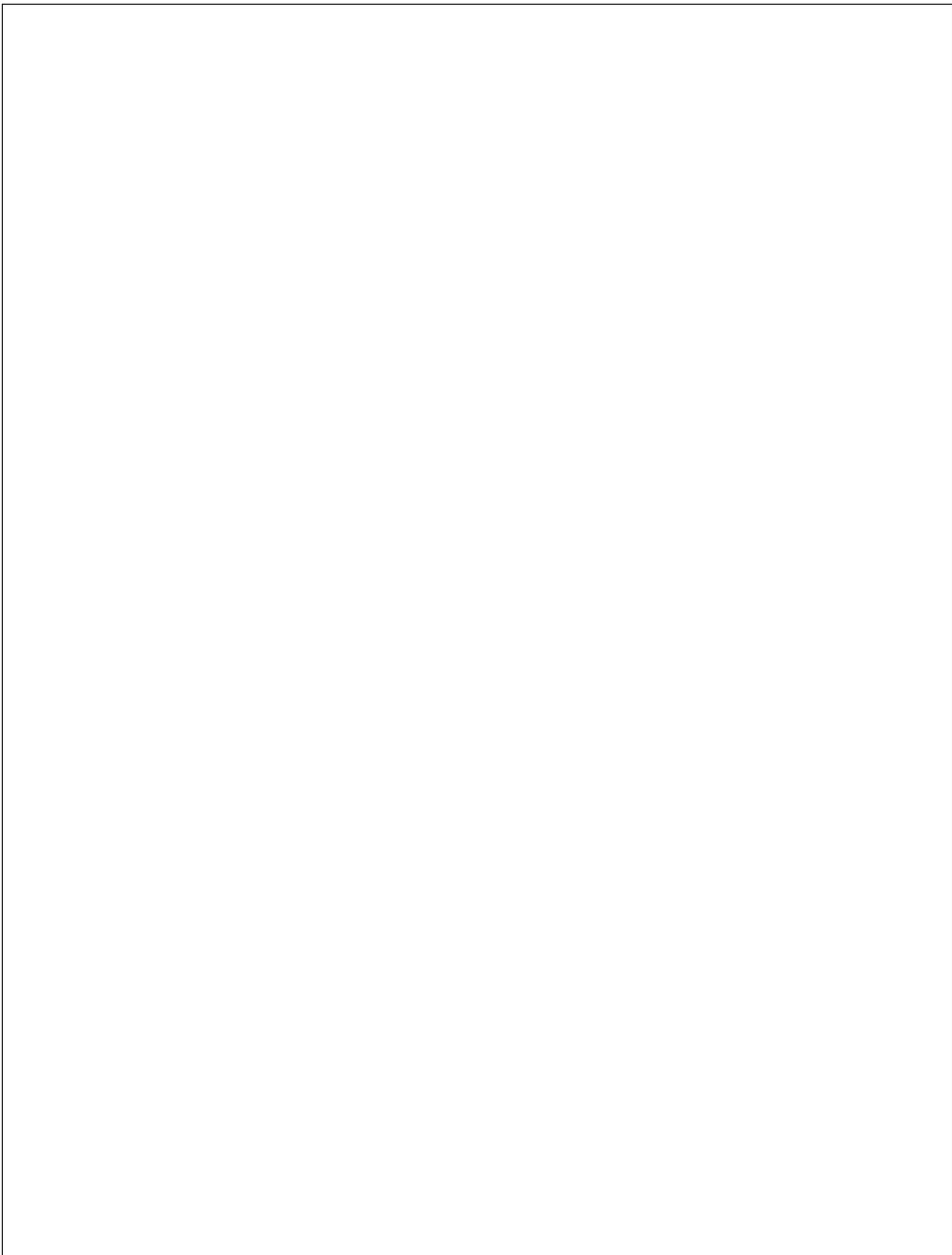
Signature of Proxy holder(s)

Note:

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

A proxy need not be a member of the Company.

Please complete all the details mentioned above before submission.





LATTEYS INDUSTRIES LIMITED

L29120GJ2013PLC074281

PLOT NO. 16, PHASE 1/2, GIDC ESTATE, NARODA

AHMEDABAD – 382330, GUJARAT, INDIA

Phone: 079-22822894/22823354 **Email:** info@latteysindustries.com

ATTENDANCE SLIP

(Please fill the attendance slip and hand it over at the entrance)

Folio No./ DP ID/ Client ID	
No. of Equity Shares held	

I hereby record my presence at the Extra Ordinary General Meeting of the Company being held at the registered office of the Company on Monday 28th of October 2024 at 11:00 A.M.

Name of the Shareholder	
Name of the Proxy / Authorized Representative	

***Strike off whichever is not applicable**

Signature of Shareholders /
Proxy /Authorized Representative

ROUTE MAP

Latteys Industries Limited

Extra Ordinary General Meeting Dated October 28,2024

