

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 00 1.  
Dear Sir,

**Sub: Submission of Notice of the Extra General Meeting.**

**Ref: Ratnabhumi Developers Limited (Security ID/Code: RATNABHUMI / 540796)**

This is to inform you that the Extra Ordinary General Meeting No. (EOGM NO. 01/2019-20) ("EoGM") of our Company is scheduled to be held on Tuesday, January 28, 2020 at 04:00 P.M. at the registered office of the Company situated at S.F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B. C.G. Road Ahmedabad -380009 to transact the businesses mentioned in the Notice of Extra Ordinary General Meeting.

We have attached herewith the Notice of Extra Ordinary General Meeting of our Company along with Attendance Slip and Proxy Form for kind perusal of Stakeholders.

Thanking You,

For and on behalf of

**RATNABHUMI DEVELOPERS LIMITED,**



**Urvashi Gandhi**

**Company Secretary**

**Membership No.: ACS57163**

RATNABHUMI DEVELOPERS LIMITED

Register Office: s.f. 207, turquoise, panchvati panch rasta,  
Nr. White house e.b., c.g. Road, Ahmedabad, Ahmedabad,  
gujarat, india, 380009. | contact 079 26424209  
Email : info@ratnagroup.co.in | CIN: U45200GJ2006PLC048776

**VISION & GUTS**  
Making City-life Meaningful  
www.ratnagroup.co.in

**RATNABHUMI DEVELOPERS LIMITED**

**CIN: L45200GJ2006PLC048776**

**Registered office:** S.F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B., C.G. Road Ahmedabad – 380 009.

**Web site:** www.ratnagroup.co.in; **Email:** compliance@ratnagroup.co.in; **Phone No.:** +91 79 2642 4209

**NOTICE OF**

**EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra-Ordinary General Meeting No. (EOGM NO. 01/2019-20) (“EoGM”) of the members of Ratnabhumi Developers Limited will be held on Tuesday, January 28, 2020 at 04:00 P.M. at the registered office of the Company situated at S.F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B., C.G. Road Ahmedabad - 380 009 to transact the following Special business;

1. To take note of name change of Statutory Auditor Firm from M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) to M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) due to its merger into M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W):

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

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the members of the Company hereby take note of the change of name of statutory auditor firm of the company from M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) to M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) pursuant to merger of M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) with M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) and that the Members hereby approve the appointment of M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) as Statutory Auditor of the Company on the same terms and conditions including remuneration for the remaining tenure for which M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) was appointed by the shareholders of the Company;

RESOLVED FURTHER THAT, the Board of Directors of the company be and are hereby authorised to do all such acts, deeds and things as are necessary to give effect to this resolution.”

By order of the Board  
For, Ratnabhumi Developers Limited

--sd--

Kaivan Shah

Date: December 30, 2019

Managing Director

Place: Ahmedabad

DIN:01887130

**NOTES:**

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of business to be transacted at the (EOGM NO. 01/2019-20) Extra-ordinary General Meeting

(EOGM), as set out under Item No. 1 above is annexed hereto.

2. A Member entitled to attend and vote at the Extra-ordinary General Meeting (EOGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the 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.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the EOGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.

3. Members/Proxies should bring their Attendance slip duly completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. In case of joint holders attending the meeting together, only whose name appearing first will be entitled to vote.
6. The route map showing directions to reach the venue of the EOGM is annexed at the end of this Notice.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from

**RATNABHUMI DEVELOPERS LIMITED**

**CIN: L45200GJ2006PLC048776**

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- the concerned Depository Participant and holdings should be verified.
8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
  9. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts.
  10. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the ASL. Members holding shares in physical form may submit the same to ASL. Members holding shares in electronic form may submit the same to their respective depository participant.
  11. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and ASL to enable us to send you the communications via email.
  12. The Notice of the EOGM is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice will also be available on the Company's website viz. www.ratnagroup.co.in.
  13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Extra-ordinary General Meeting.
  14. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Extra-ordinary General Meeting.
  15. Pursuant to exemption granted under Section 108 of the Act and the Rules framed there under, as amended from time to time, to the Companies referred to in Chapter IX of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (earlier Chapter XB of the SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2009), the voting shall be carried out at the Extra-ordinary General Meeting through declaration of Poll in terms of Section 109 of the Companies Act, 2013 and requirement of Stock Exchange.
  16. Mr. Anand Lavingia, Practicing Company Secretary has been appointed as a Scrutinizer for conducting the entire poll process for passing the resolution proposed in the ensuing EOGM No. 01/2019-20 scheduled to be held on Tuesday, January 28, 2020.
  17. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, January 24, 2020, shall be entitled to vote at the EOGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
  18. The Results of business transacted at the Extra-ordinary General Meeting shall be placed on the website of the Company www.ratnagroup.co.in immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

**EXPLANATORY STATEMENT**

(Pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard 2 on General Meeting)

**Item No. 1**

The Members of the Company, in their 9<sup>th</sup> Annual General Meeting held on September 30, 2015, have appointed M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) as Statutory Auditor of the Company for a term of 5 years i.e. from the conclusion of 9<sup>th</sup> Annual General Meeting till the conclusion of 14<sup>th</sup> Annual General Meeting.

M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) has been merged with the firm M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) with effect from December 4, 2019 and the letter to that effect was received by the Company on December 17, 2019. Accordingly, the Board of Directors of the company, in their meeting held on December 30, 2019 took note of the same and recommended for noting and approval of the



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shareholders of the company for the Change in the name of Statutory Auditor Firm due to merger and appointment of M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) on the same terms and conditions including remuneration for the remaining tenure for which M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) was appointed by the shareholders of the Company.

The Board of Directors recommend the noting and approval of Shareholders by way of Ordinary Resolution.

None of the Directors or Key Managerial Personnel or their relatives is in any way concerned or interested in the above referred resolution except to the extent of their shareholding.

**By order of the Board**  
For, Ratnabhumi Developers Limited  
--sd--

**Kaivan Shah**

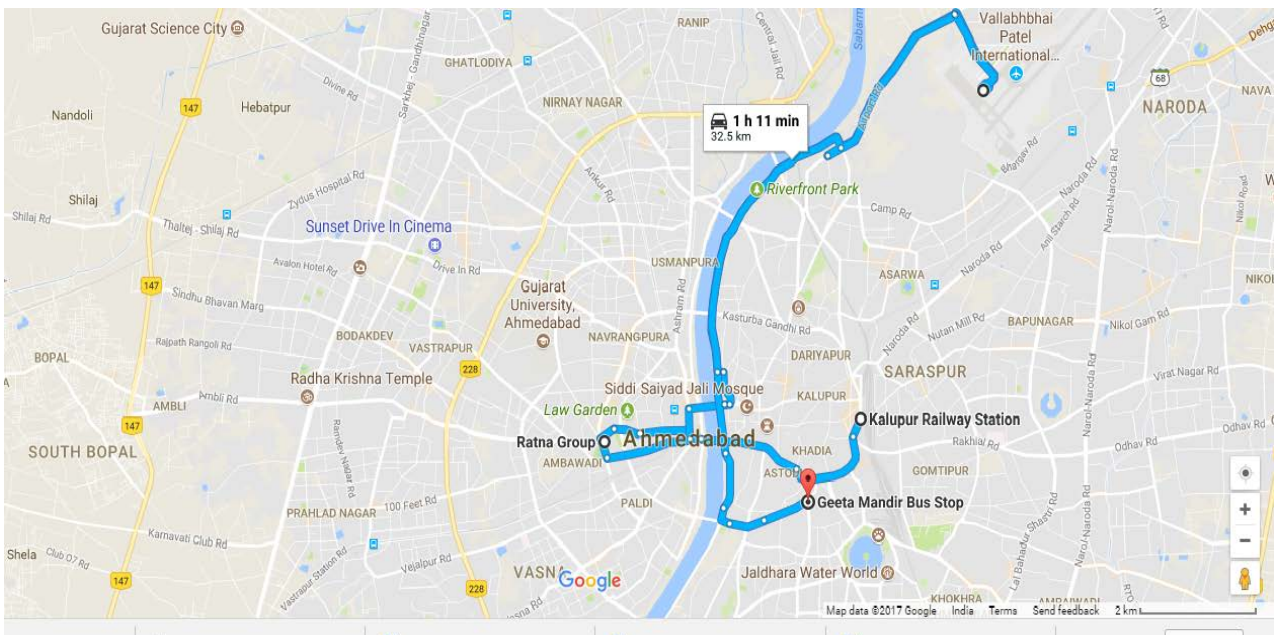
**Managing Director**

**DIN:01887130**

**Date:** December 30, 2019

**Place:** Ahmedabad

**ROUTE MAP TO THE VENUE OF EXTRA-ORDINARY GENERAL MEETING**



**RATNABHUMI DEVELOPERS LIMITED**

**Venue** : S.F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B., C.G. Road Ahmedabad - 380 009

**Day & Date** : Tuesday, January 28, 2020

**Time** : 04:00 P.M.

**FOR QUERIES CONTACT US:**

**Phone Number** : +91 79 2642 4209

**Email Id** : compliance@ratnagroup.co.in

**RATNABHUMI DEVELOPERS LIMITED**

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**ATTENDANCE SLIP**

Regd. Folio No./DP Id No./Client Id No.*	
No. of Shares held	
Name and Address of the First Shareholder (IN BLOCK LETTERS) (Applicable for investor holding shares in electronic form.)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the Extra-ordinary General Meeting NO. 01/2019-20 of the Members of Ratnabhumi Developers Limited held on Tuesday, January 28, 2020 at 04:00 P.M. at the registered office of the Company situated at S.F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B., C.G. Road Ahmedabad - 380 009.

Member's/Proxy's Name in Block Letters \_\_\_\_\_

Member's/Proxy's Signature \_\_\_\_\_

**Notes:** Please fill up this attendance slip and hand it over at the entrance of the venue of meeting.

-----Please tear here-----

**PROXY FORM**

(Form No. MGT-11 - Pursuant to section 105(6) of the Companies Act, 2013 Rules made there under)

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No./Client Id	

I/We, being the member (s) of.....shares of the above named company, hereby appoint

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him
3. 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 NO. 01/2019-20 of the Members of Ratnabhumi Developers Limited held on Tuesday, January 28, 2020 at 04:00 P.M. at the registered office of the Company situated at S.F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B., C.G. Road Ahmedabad - 380 009 and/or any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
<b>Special business</b>				
1.	To take note of name change of Statutory Auditor Firm from M/s. ANA & Associates, Chartered Accountants, Ahmedabad (FRN: 130797W) to M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W) due to its merger into M/s. DJNV & Co., Chartered Accountants, (FRN: 115145W).			

Signed this.....day of.....2020

Signature of shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp  
of not  
less  
than ` 1

**Note:**

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Extra-ordinary General Meeting (on or before Sunday, January 26, 2020 at 04:00 P.M.)
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.