07th September, 2020

To,
The Corporate Services Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir / Madam,

BSE CODE: 501111
Sub: Notice of 42nd Annual General Meeting of the Company

Please find enclosed herewith the Notice of AGM of Gold Rock Investments Limited will be held on Wednesday, September 30, 2020 at 11.00 a.m. at Rohit Chamber, Ground Floor, Janmabhoomi Marg, Kala Ghoda, Fort, Mumbai, Maharashtra 400001

The Notice of the AGM is also available on the website of the Company at www.goldrockinvest.in.

This is submitted pursuant to Regulation 30 read with Para A, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Kindly take the information on your record

Thanking you,

Yours faithfully

For GOLD ROCK INVESTMENTS LIMITED

SC AYTHORA
Director
Din: 00085407
Encl.: As above
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 42nd Annual General Meeting of the Members of Gold Rock Investments Limited will be held on Wednesday, September 30, 2020 at 11.00 a.m. at Rohit Chamber, Ground Floor, Jamnabhoomi Marg, Kala Ghoda, Fort, Mumbai, Maharashtra 400001 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
   a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and
   b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Balkrishna Shriya (DIN: 00239612), who retires by rotation and being eligible, offers himself for reappointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

   “RESOLVED THAT Mr. BalKrishna Shriya (DIN: 00239612), who retire by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Director of the Company whose office shall be liable to retirement by rotation”.

SPECIAL BUSINESS:

3. Re-appointment of Mr. Sureshchandra Chhanalal Aythora (Din: 00085407) as an Independent Director.

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

“RESOLVED THAT pursuant to the provisions of Section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and on the recommendation of the Nomination and Remuneration Committee, Mr. Sureshchandra Chhanalal Aythora (DIN 00085407), Non-Executive & Independent Director, whose period of office expires on ensuing AGM, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and who is eligible for re-appointment for the next term as per the Act and SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing his re-appointment to the office of Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of Five (5) consecutive years effective from 1st April, 2020 upto 31st March, 2025.”

RESOLVED FURTHER THAT the Board of Directors and/or key managerial personnel of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution.”
4. Re-appointment of Mrs. Smriti Mukherjee (Din: 07145636) as an Independent Director.

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

“RESOLVED THAT pursuant to the provisions of Section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and on the recommendation of the Nomination and Remuneration Committee, Mrs. Smriti Mukherjee (Din: 07145636), Non-Executive & Independent Woman Director, whose period of office expires on ensuing AGM, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and who is eligible for re-appointment for the next term as per the Act and SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing her re-appointment to the office of Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of Five (5) consecutive years effective from 1st April, 2020 upto 31st March, 2025.

RESOLVED FURTHER THAT the Board of Directors and/or key managerial personnel of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution.”

By Order of the Board
For Gold Rock Investments Limited

K.N. Kutty
Managing Director
DIN 00240670

Place Mumbai
Date September 07, 2020

Registered Office:
507, 5th Floor, Plot no. 31,
1 Sharda Chamber
Narsi Natha Street, Bhat Bazaar,
Masjid, Chinchbunder
Mumbai – 400 009
Maharashtra
Phone – 022-49734998
NOTES:

1. **PURSUANT TO PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES) TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE COMPANY’S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. ONLY DULY FILLED, SIGNED AND STAMPED PROXY FORM WILL BE CONSIDERED VALID.**

2. A member entitled to attend and vote at the Annual General Meeting (AGM) of the company may appoint a proxy to attend and, on a poll, vote instead of himself/herself. A Proxy need not be a member of the Company. The instrument appointing the proxy should be deposited at the Registered Office of the Company not less than forty-eight hours before commencement of the AGM i.e. by 11.00 a.m. on Wednesday 30th September, 2020. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person shall not act as a proxy for more than 50 (fifty) members and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a single person may act as a proxy for a member holding more than 10% (ten percent) of the total share capital of the Company provided that such person shall not act as a proxy for any other person.

3. Relevant documents referred to in the accompanying Notice and the statement pursuant to Section 102(1) of the Companies Act, 2013 are available for inspection at the Registered Office of the Company during business hours on all day except Saturdays, Sundays and other Public Holidays upto the date of the AGM.

4. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 3 and 4 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of a Director seeking re-appointment at this AGM are also annexed.

5. 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 Registered Office of the Company and at the AGM.

6. In compliance with the aforesaid MCA Circulars and SEBI circular dated May 12, 2020 Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Member whose email addresses are registered with the Company/Depositories, member may note that the Notice and Annual Report 2019-20 will also be available on the Company’s website [www.goldrockinvest.in](http://www.goldrockinvest.in) websites of the Stock Exchanges, i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively, and on the website of NSDL.

Members are requested to support green initiative by registering/updating their e-mail addresses with the Depository Participant (in case of shares in dematerialized form) or Alankit Assignments Limited the registrar of share transfer agent (RTA) of the Company (in case of shares held in physical form) for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

For any communication, the Members may also send requests to the Company’s email ID: goldrockinvest@yahoo.co.in

7. The Register of Contract 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 Registered Office of the Company and at the AGM.

8. The Register of Members and Share transfer Books of the Company will remain closed from 24th September, 2020 to 30th September, 2020 (both days inclusive).

9. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance their specimen signature(s) registered with the Company for admission to the meeting hall where the AGM is proposed to be held.
10. Corporate members intending to send their authorized representatives to attend the AGM pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the AGM, to the Company’s Registered office by 11.00 a.m. on Wednesday, 30th September, 2020.

11. SEBI vide its Notification No. SEBI/LAD-NRO/GN/2018/24 dated 08th June, 2018 and further amended vide notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialized form with the depositories. Accordingly, the Company has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization.

12. Members, who have not registered their email address so far, are requested to register their email ids for receiving all communications including Annual Report, Notices, etc., from the Company electronically.

13. As a measure of austerity, copies of Annual Report will not be distributed at the AGM. Members are, therefore, requested to bring their copies of the Annual Report to the Meeting.

14. The route map showing directions to reach the venue of the 42nd Annual General Meeting is annexed herewith

15. **GREEN INITIATIVE:**

In support of the Green Initiative, the Annual Report for FY 2019-20, Notice and instructions for E-Voting along with the Attendance Slip and Proxy Form are being sent by electronic mode only to those Members whose e-mail addresses are registered with the Company /DP for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their e-mail addresses, physical copies of the Annual Report FY 2019-20 are being sent by the permitted mode. Members may also note that Notice and the Annual Report are also available for download from the website of the Company: www.goldrockinvest.in

Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company/Company’s Registrar and Transfer Agents, i.e. Alankit Assignments Limited

16. **E-VOTING:**

Pursuant to the provisions of Sections 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose the company has entered into an agreement with NSDL for facilitating voting thorough electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided NSDL. The holding shares in physical or dematerialized form, as on the cut-off date i.e. Wednesday, September 23, 2020, to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice (“Remote e-voting”). The Remote e-voting commences on Sunday, September 27, 2020 at 9:00 a.m. and ends on Tuesday, September 29, 2020 at 5:00 p.m. E-voting module shall be disabled by NSDL for voting thereafter. A person who is not a Member as on the cut-off date should treat this notice for information purpose only.

In terms of the Companies (Management and Administration) Rules, 2014 with respect to the Voting through electronic means, the Company is also offering the facility for voting by way of physical ballot at the AGM. The Members attending the AGM shall note that those who are entitled to vote but have not exercised their right to vote by Remote e-voting, may vote at the AGM through physical ballot for all the businesses specified in this Notice. The Members who have exercised their right to vote by Remote e-voting may attend the AGM but shall not be eligible to vote at the AGM and their vote, if cast at the Meeting, shall be treated as invalid. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. September 23, 2020.
The Company has engaged the services of NSDL as the Agency to provide e-voting facility.

The Company has appointed M/s P.K. Thanawala & Co, Chartered Accountant in Practice, as the Scrutinizer to scrutinize the voting through Remote e-voting and voting process at the AGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes during the AGM, thereafter unblock the votes cast through e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

I. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

(i) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote evoting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file “remote e-voting.pdf”.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder – Login

(iv) Put your user ID and password. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select “even” of “GOLD ROCK INVESTMENTS LIMITED”.

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.

(x) Upon confirmation, the message “Vote cast successfully” will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to thanawala.pradip@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

<table>
<thead>
<tr>
<th>EVEN (Remote e-voting event Number)</th>
<th>USER ID</th>
<th>PASSWORD/PIN</th>
</tr>
</thead>
</table>

(i) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

Member may obtain a User ID and password for casting his / her vote by remote evoting by sending a request at evoting@nsdl.co.in or by contacting NSDL at the toll free no.: “1800-222-990” providing the details such as Demat account no or Folio no, PAN no, etc.
Please note that in case Shareholders are holding shares in demat mode, User ID is the combination of (DPID + ClientID) and in case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No + Folio No).

If you are already registered with NSDL for remote e-voting then you can use your existing User ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com.

II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

III. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID + ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No + Folio No).

IV. Shareholders can also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 23, 2020.

VI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 23, 2020, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

The Results declared along with the Scrutinizer’s Report(s) will be available on the website of the Company (www.goldrockinvest.com) and on the Service Provider’s website (www.evoting.nsdl.com) and communication of the same will be sent to BSE Limited and shall also be displayed on the Notice Board of the Registered and Corporate office of the Company within 48 hours from the conclusion of the AGM.

18. Attendance Registration:

Shareholders are requested to tender their attendance slips at the registration counters at the venue of the AGM and seek registration before entering the meeting hall

Alternatively, to facilitate smooth registration / entry, the Company has also provided web check-in facility, which would help the Shareholders to enter the AGM hall directly without going through the registration formalities at the registration counters.

The online registration facility will be available from Sunday, September 27, 2020 at 9:00 a.m. and ends on Tuesday, September 29, 2020 at 5:00 p.m.

Attendance Slip containing the e-voting USER ID & PASSWORD along with the detailed instructions for Remote e-voting
are enclosed with this Notice.

By Order of the Board of Directors
For Gold Rock Investments Limited

K.N. Kutty
Managing Director
DIN 00240670

Place: Mumbai
Date: September 07, 2020

Registered Office:
507, 5th Floor, Plot no. 31,
1 Sharda Chamber
Narsi Natha Street, Bhat Bazaar,
Masjid, Chinchbunder
Mumbai – 400 009
Maharashtra
Phone – 022- 49734998
EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("Act")

The following statements sets out all material facts relating to the Special Business mentioned in the accompanying notice

ITEM NO-3:

The Members of the Company had appointed as an Independent Director of the Company at Annual General Meeting for the Year 2014-15 for a term of 5 years upto the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2020. In accordance with Section 149 (10 & 11) of the Companies Act, 2013 an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in the Board’s Report.

Mr. Sureshchandra C Aythora (DIN No: 00085407) was appointed as an Independent Director of the Company, in accordance to the provisions of Section 149, 152 and Schedule IV of the Companies Act, 2013 read with the Rules framed thereunder, at the Annual General Meeting of the Company for a term of five consecutive years i.e. upto the conclusion of the 42th Annual General Meeting of the Company.

Since, Mr. Sureshchandra C Aythora, has completed one term as an Independent Director of the Company, he is eligible for re-appointment for one more term. Mr. Sureshchandra C Aythora has a Practicing Chartered Accountant (ICAI) and more than 43 years of experience of Income Tax.

Further, based on the Performance Evaluation of the Independent Directors, conducted by the entire Board on various parameters, the Nomination and Remuneration Committee have recommended re-appointment of Mr. Sureshchandra C Aythora for the second term of Five (5) years from the date of the Annual General Meeting of the Company to be held in the calendar year 2020 and that he shall not be liable to retire by rotation.

Mr. Sureshchandra C Aythora is not disqualified from being appointed as Director in terms of Section 164 of the Act and any other applicable law prescribed by Securities and Exchange Board of India. Declaration has been received from Mr. Sureshchandra C Aythora that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations.

The Board confirms that Mr. Sureshchandra C Aythora fulfills the conditions for re-appointment as an Independent Director as specified in the Companies Act, 2013, the rules framed thereunder and the Listing Regulations and that he is independent of the management of the Company.

Further, the Company has also received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 from a member proposing his candidature for re-appointment as an Independent Director. Copy of draft appointment letter setting out the terms and conditions of his re-appointment are available for inspection by the members in electronic mode.

The information under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings is provided in the annexure which forms a part of Notice.

None of the other Directors, Key Managerial Personnel and relatives thereof, are in any way concerned or interested, except Mr. Sureshchandra C Aythora and his relatives in the resolution at Item No. 3 of this Notice.

The Board recommends passing of the Special Resolution at item no. 3.
ITEM NO– 4;

The Members of the Company had appointed as an Independent Director of the Company at Annual General Meeting for the Year 2014-15 for a term of 5 years upto the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2020. In accordance with Section 149 (10 & 11) of the Companies Act, 2013 an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in the Board’s Report.

Mrs. Smriti Mukherjee (DIN No:07145636) was appointed as an Independent Woman Director of the Company, in accordance to the provisions of Section 149, 152 and Schedule IV of the Companies Act, 2013 read with the Rules framed thereunder, at the Annual General Meeting of the Company for a term of five consecutive years i.e. upto the conclusion of the 42th Annual General Meeting of the Company.

Since, Mrs. Smriti Mukherjee, has completed one term as an Independent Woman Director of the Company, she is eligible for re-appointment for one more term. Mrs. Smriti Mukherjee has a degree in. M.A (History), B.Ed. and more than 35 Years Banking experience in Reserve Bank of India

Further, based on the Performance Evaluation of the Independent Directors, conducted by the entire Board on various parameters, the Nomination and Remuneration Committee have recommended re-appointment of Mrs. Smriti Mukherjee for the second term of Five (5) years from the date of the Annual General Meeting of the Company to be held in the calendar year 2020 and that he shall not be liable to retire by rotation.

Mrs. Smriti Mukherjee is not disqualified from being appointed as Director in terms of Section 164 of the Act and any other applicable law prescribed by Securities and Exchange Board of India. Declaration has been received from Mrs. Smriti Mukherjee that she meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations.

The Board confirms that Mrs. Smriti Mukherjee fulfills the conditions for re-appointment as an Independent Woman Director as specified in the Companies Act, 2013, the rules framed thereunder and the Listing Regulations and that she is independent of the management of the Company.

Further, the Company has also received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 from a member proposing her candidature for re-appointment as an Independent Director. Copy of draft appointment letter setting out the terms and conditions of his re-appointment are available for inspection by the members in electronic mode.

The information under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings is provided in the annexure which forms a part of Notice.

None of the other Directors, Key Managerial Personnel and relatives thereof, are in any way concerned or interested, except Mrs. Smriti Mukherjee and her relatives in the resolution at Item No. 4 of this Notice.

The Board recommends passing of the Special Resolution at item no. 4
Details of the Directors seeking re-appointment at the 42th Annual General Meeting
(In pursuance of Regulation 26(4) & Regulation 36(3) of Securities and Exchange Board of
India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial
Standard on General Meetings (SS-2))

<table>
<thead>
<tr>
<th>Nature of Information</th>
<th>Item No. 03</th>
<th>Item No. 04</th>
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<tbody>
<tr>
<td>Name of the Director</td>
<td>Mr. Sureshchandra C Aythora</td>
<td>Mrs. Smriti Mukherjee</td>
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<tr>
<td>Director Identification Number</td>
<td>00085407</td>
<td>07145636</td>
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<tr>
<td>Nationality</td>
<td>Indian</td>
<td>Indian</td>
</tr>
<tr>
<td>Date of Birth and Age</td>
<td>10/01/1951 69 years</td>
<td>26/06/1951 69 Years</td>
</tr>
<tr>
<td>Qualifications</td>
<td>BCOM, Chartered Accountant</td>
<td>M.A.(History), B.Ed.</td>
</tr>
<tr>
<td>Date of first appointment on the Board</td>
<td>08/09/1985</td>
<td>31/03/2015</td>
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<tr>
<td>Experience and Expertise</td>
<td>Mr. Sureshchandra C Aythora by</td>
<td>She is having 35 Years Banking</td>
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<td>profession is a Practicing</td>
<td>experience in Reserve Bank Of</td>
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<td>Chartered Accountant and with</td>
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<td>more than 42 years of experience of</td>
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<td>Income Tax.</td>
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<td>Terms and Conditions of Re-</td>
<td>Ms. Sureshchandra C Aythora is</td>
<td>Ms. Smriti Mukharjee is</td>
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<td>appointment</td>
<td>Re-appointed as an Independent</td>
<td>appointed as an Independent Women</td>
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<td>Director for 5 (five) consecutive</td>
<td>Director for 5 (five) consecutive</td>
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<td>31st March, 2025, not liable to</td>
<td>31st March, 2025, not liable to</td>
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<td>retire by rotation.</td>
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<td>&amp; Committees.</td>
<td>&amp; Committees.</td>
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<tr>
<td>Shareholding in the Company as on March 31,</td>
<td>120 Equity shares</td>
<td>NIL</td>
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<tr>
<td>2020</td>
<td></td>
<td></td>
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<tr>
<td>Relationship with other Directors / Key</td>
<td>Not related to any Director / Key</td>
<td>Not related to any Director / Key</td>
</tr>
<tr>
<td>Managerial Personnel</td>
<td>Managerial Personnel</td>
<td>Managerial Personnel.</td>
</tr>
<tr>
<td>Directorships of other Boards as on March</td>
<td>KJMC Financial Services Limited</td>
<td>NIL</td>
</tr>
<tr>
<td>31, 2020</td>
<td>KJMC Corporate Advisors (India)</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>LML Holdings Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Gold Rock Metals Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Sugata Investments Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Splendour Tradeplace Private Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Saryu Investtment And Trading</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Private Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Gold Rock Agro-Tech Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Blue Point Leasings Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Gold Rock World Trade Limited</td>
<td></td>
</tr>
</tbody>
</table>
Memberships/Chairmanship in other Companies

| YES | NIL |

By Order of the Board
For Gold Rock Investments Limited

K.N. Kutty
Managing Director
DIN 00240670

Place Mumbai
Date September 07, 2020

Registered Office:
507, 5th Floor, Plot no. 31,
1 Sharda Chamber
Narsi Natha Street, Bhat Bazaar,
Masjid, Chinchbunder
Mumbai – 400 009
Maharashtra
Phone – 022- 49734998
AGM Venue: Rohit Chamber, Ground Floor, Janmabhoomi Marg, Kala Ghoda, Fort, Mumbai, Maharashtra 400001