

CLAY CRAFT (INDIA) PRIVATE LIMITED

CIN: U26933RJ1988PTC004677

Registered Office: B-12, M.G.D. Market, Tripolia Bazar, Jaipur - 302002, Rajasthan

Telephone No.: +91 - 141 - 4021110; Fax No.: +91 - 141 - 2331734

E-mail: claycraftindia@hotmail.com, Website: www.claycraftindia.com

GST No. 08AAACC6866D1ZO

NOTICE

Shorter Notice is hereby given that 2nd Extra-Ordinary General Meeting of the members of Clay Craft (India) Private Ltd ("the Company") will be held on Tuesday, 17th June, 2025 at 11:00 A.M. at its Registered Office at B-12, M.G.D. Market, Tripolia Bazar, Jaipur - 302002, Rajasthan, India to transact the following business:

SPECIAL BUSINESS:

Item No. 1

TO APPROVE THE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION

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 4, 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company, be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Rs. 6,50,00,000/- (Rupees Six Crores Fifty Lakh) divided into 65,00,000 (Sixty Five Lakh) Equity Shares of Rs. 10/- each to Rs. 21,00,00,000/- (Rupees Twenty One Crores) divided into 2,10,00,000 (Two Crores Ten Lakh) Equity Shares of Rs. 10/- each shall rank pari passu in all respect with the existing Equity Shares of the Company and consequently, the Memorandum of Association of the Company be altered in the following manner i.e. existing Clause V of the Memorandum of Association of the Company be substituted with the following new clause as Clause V:

V. The Share Capital of the Company is Rs. 21,00,00,000/- (Rupees Twenty One Crores) divided into 2,10,00,000 (Two Crores Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT pursuant to Section 15 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, if any, including any statutory modifications or re-enactment thereof, for the time being in force, the above alteration of Memorandum shall be noted in each copy of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT any one Director of the Company and/or Company Secretary, be and is hereby severally authorized on behalf of the Company to do all such acts, deeds and things as may be necessary and incidental to give effect to this resolution.”

Registered Office: B-12, M.G.D. Market, Tripolia Bazar, Jaipur, Rajasthan - 302002 Ph. No: 91-141-4021110, Fax: 91-141-2331734, Email: claycraftindia@hotmail.com Website: www.claycraftindia.com CIN: U26933RJ1988PTC004677 Dated: 15.06.2025 Place: Jaipur	By order of the Board of Directors For Clay Craft (India) Pvt. Ltd. Anil Kumar Sharma Company Secretary FCS 9382
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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR ONE OR MORE PROXIES (WHERE ALLOWED) TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. A PROXY MAY BE SENT IN THE FORM NO. MGT-11 ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.**
- 2. A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
- 3. A PERSON CAN ACT AS PROXY FOR MAXIMUM 50 MEMBERS AND AGGREGATE HOLDING OF SUCH MEMBERS SHALL NOT BE MORE THAN 10% OF TOTAL SHARE CAPITAL OF THE COMPANY HAVING VOTING RIGHTS.**
4. Members/Proxies/Authorised Representatives should fill the Attendance slip/sheet for attending the Meeting.
5. Corporate Members (if any) intending to send their authorized representatives to attend the meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. Members desiring any information relating to the business to be transacted in the meeting, are requested to write to the Company well in advance so as to enable the management to keep the information ready.
7. Members are requested to update their email ID, address and any other information with the Company, if any changes therein.
8. Route Map showing directions to reach to the venue at the Extra-Ordinary General Meeting is given as per the requirement of the Secretarial Standards-2 on "General Meeting".
9. Statutory registers and records and other relevant documents referred to in the accompanying Notice and as prescribed under the Companies Act, 2013 will be made available for inspection by the members.
10. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 has been annexed with the Notice.

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11. Draft of consent to hold the Extra-Ordinary General Meeting on shorter notice is attached herewith. Members are requested to share copy of the signed consent before the meeting time and the meeting shall be held only if the consent is received prior to the time fixed for the meeting from not less than ninety-five per cent of such part of the paid-up share capital of the company as gives a right to vote at the meeting.

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EXPIANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

Item No. 1

The Current Authorized Share Capital of the Company is Rs. 6,50,00,000/- (Rupees Six Crores Fifty Lakh) divided into 65,00,000 (Sixty Five Lacs) Equity Shares of Rs. 10/- each. It is proposed to increase the Authorized Share Capital to Rs. 21,00,00,000/- (Rupees Twenty One Crores) divided into 2,10,00,000 (Two Crores Ten Lakh) Equity Shares of Rs. 10/- each to facilitate any fund raising in future via further issue of equity shares.

The increase in the Authorised Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company. Pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Memorandum of Association of the Company and all other relevant documents shall be available for inspection in physical or in electronic form during specified business hours at the Registered Office of the Company and copies thereof shall also be made available for inspection in physical or electronic form at the registered office of the Company.

None of the Directors and their relatives are concerned or interested in the passing of this Resolution except to the extent of their Directorship/respective shareholding in the Company.

The Board has disclosed all the related information and to the best of its understanding, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors accordingly, recommends the Ordinary Resolution set forth in Item No. 1 of the accompanying notice for approval of the Members.

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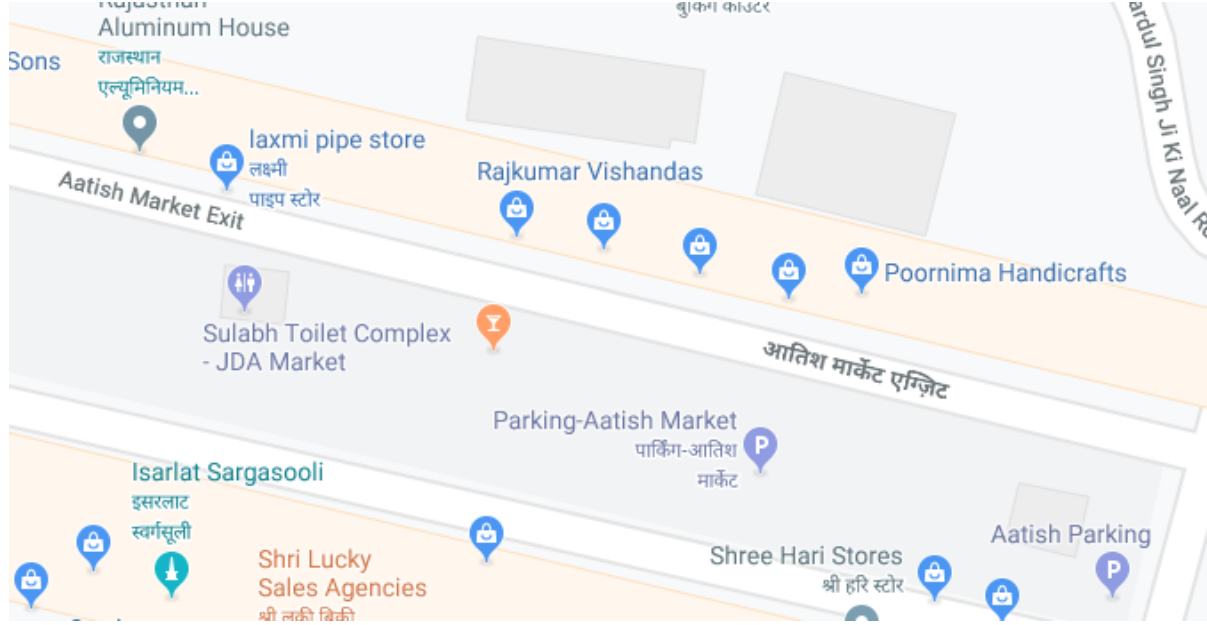
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ROUTE MAP OF EXTRA-ORDINARY GENERAL MEETING



By order of the Board of Directors
For Clay Craft (India) Pvt. Ltd.

Anil Kumar Sharma
Company Secretary
FCS 9382

Dated: 15.06.2025

Place: Jaipur

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ATTENDANCE SLIP

Extra-Ordinary General Meeting on Tuesday, 17th June, 2025 AT 11:00 A.M. at the Registered Office of the Company at B-12, M.G.D. Market, Tripolia Bazar, Jaipur - 302002, Rajasthan

Folio No. / DP ID Client ID No.	
Name of First named Member/Proxy/Authorised Representative	
Name of Joint Member(s), if any	
No. of Shares held	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we, hereby record my/our presence at the Extra-Ordinary General Meeting of the Company being held on Tuesday, 17th June, 2025 at 11:00 A.M. at Registered Office of the Company at B -12, M.G.D. Market Tripolia Bazar, Jaipur – 302002, Rajasthan.

Signature of First Holder/Proxy/Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint Holder

Note(s):

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.
2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.

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Form No. MGT-11

Proxy form

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

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Name of the Company: Clay Craft (India) Pvt. Ltd.

Registered Office: B-12 M.G.D. Market Tripolia Bazar, Jaipur - 302002, Rajasthan

Name of the Member(s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP 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 of the Company, to be held on Tuesday, 17th June, 2025 at 11:00 A.M. at Registered Office of the Company at B -12, M.G.D. Market Tripolia Bazar, Jaipur - 302002, Rajasthan, India and at any adjournment thereof in respect of such resolutions as are indicated below:

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Special Business:

1. To approve the increase in Authorised Share Capital of the Company and consequent alteration in the Memorandum of Association

Signed this..... day of June, 2025

Signature of shareholder:

Signature of Proxy holder(s):

Affix

Revenue

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.