NOTICE

Shorter Notice is hereby given that the Extra Ordinary General Meeting of the Members of the Company will be held on Wednesday, 22nd January 2025 at 01:00 P.M. at its Registered Office at B-12 M.G.D. Market Tripolia Bazar, Jaipur, (302002) Rajasthan to transact the following business: -

Special Business:

To consider & if thought fit, to pass with or without modification the following resolution as Ordinary Resolution:

APPROVAL OF APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25 TO FILL CASUAL VACANCY

"**RESOLVED THAT** pursuant to provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or amendment thereto or re-enactment thereof), the consent of the members be and is hereby accorded to approve the appointment of **M/s. Kuldeep Kumar Gupta & Co, Chartered Accountants, (FRN No. 002703C)**, as Statutory Auditors of the Company for the financial year 2024-25 to fill the casual vacancy caused due to resignation of M/s Temani & Associates, Chartered Accountants, (FRN No. 004621C)and they shall hold office as statutory auditors of the company w.e.f. 22.01.2025 till the conclusion of next Annual General Meeting of the company to be held in the year 2025 at a remuneration as may be determined by the Board of Directors in consultation with the said Auditors."

"**RESOLVED FURTHER THAT** any one of the director of the Company be and is hereby authorised to take such necessary steps and do all such acts, deeds and things as may be necessary to give effect to the said resolution".

For and on behalf of the Board of Directors
For Clay Craft India Private Limited

Dated: 11.01.2025
Place: Jaipur

Vikas Agarwal
Director
DIN: 00985596
Address: A-17, Shastri Nagar,
Jaipur 302016, Rajasthan

Clay Craft (I) Pvt. Ltd.
[An ISO 9001 : 2008 Company]
F-766 A, Road No.: 1-D, V.K.I. Area, Jaipur-302013 (INDIA) Tel.: 91-141-2261002 Fax: 91-141-2331734
Registered Office : B-12, M.G.D. Market, Jaipur Ph.: +91-141-4021110
website: www.claycraftindia.com email: claycraftindia@hotmail.com, sales@claycraftindia.com
CIN No. U26933RJ1988PTC004677 R.S.T./C.S.T.No. 1423/03689 TIN : 08302203597 GST No. 08AAACC6866D1ZO

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 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 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 accounts 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 the company their email ID, address and any other information, registered with the company, if any changes therein.

8. Route Map showing directions to reach to the venue of the EOGM is given as per the requirement of the Secretarial Standards-2 on "General Meeting."

9. An explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 has been annexed with the notice.

10. **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.**

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

Item No. 01:

M/s Temani & Associates, Chartered Accountants (FRN No. 004621C), Statutory Auditors of the Company who were appointed by the members in Annual General Meeting held on 30th September, 2022 to hold the office for a term of five consecutive years starting from 01st April, 2022 to 31st March, 2027 have tendered their resignation from the position of Statutory Auditors of the company, expressing their inability to continue as the auditors due to the applicability of the provisions of section 139 (2) of Companies Act, 2013 read with the Companies (Audit and Auditors), Rules 2014 as amended from time to time resulting into a casual vacancy in the office of Statutory Auditors of the company.

As envisaged by section 139(8) of the Companies Act, 2013 ("Act") Casual vacancy caused by the resignation of auditors shall be filled by the Board of Directors within thirty days and such appointment shall also be approved by the company at a general meeting convened within three months of the recommendation of the Board. Accordingly, appointment of **M/s. Kuldeep Kumar Gupta & Co, Chartered Accountants, (FRN No. 002703C)**, be considered by the Board of Directors and approved by the members of the Company as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Temani & Associates, Chartered Accountants, (FRN No. 004621C).

M/s. Kuldeep Kumar Gupta & Co, Chartered Accountants, (FRN No. 002703C) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

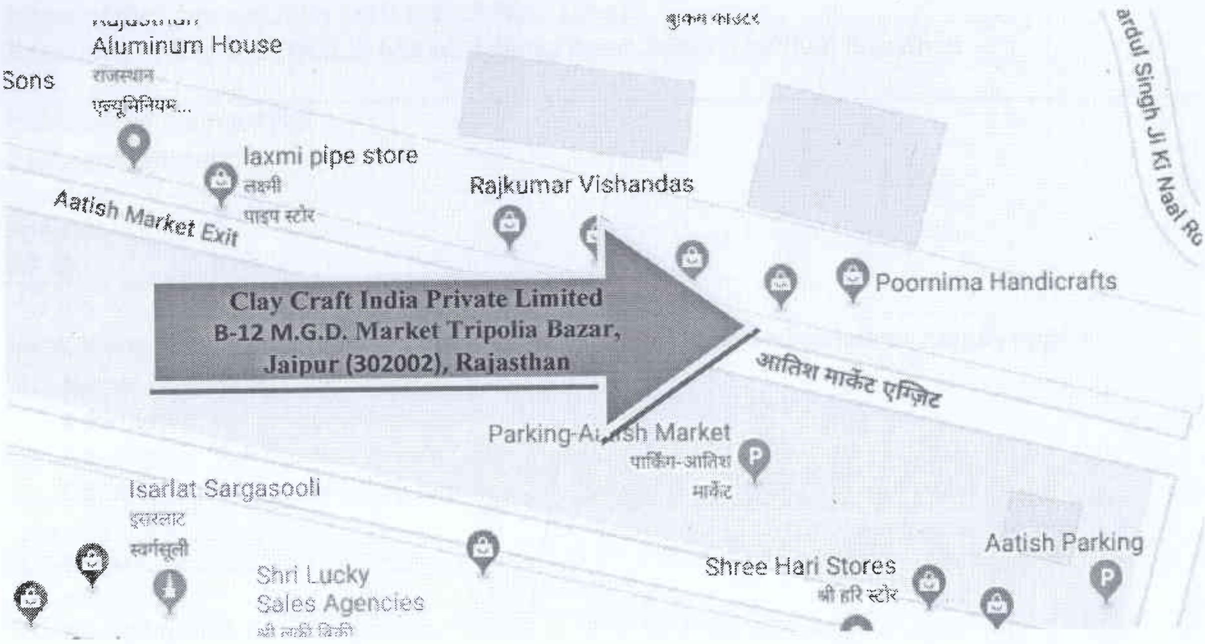
Accordingly, the Board considers the matter and recommends to the members for the appointment of **M/s. Kuldeep Kumar Gupta & Co, Chartered Accountants, (FRN No. 002703C)**, as Statutory auditors of the company to fill the casual vacancy caused by the resignation of M/s Temani & Associates, Chartered Accountants, (FRN No. 004621C) and to hold the office upto the conclusion of ensuing Annual General Meeting of the Company.

For and on behalf of the Board of Directors
For Clay Craft India Private Limited

Dated: 11.01.2025
Place: Jaipur

Vikas Agarwal
Director
DIN: 00985596
Address: A-17, Shastri Nagar,
Jaipur 302016, Rajasthan

ROUTE MAP



For and on behalf of the Board of Directors
For Clay Craft India Private Limited

Dated: 11.01.2025
Place: Jaipur

Vikas Agarwal
Director
DIN: 00985596
Address: A-17, Shastri Nagar,
Jaipur 302016, Rajasthan

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]

CIN: U26933RJ1988PTC004677

Name of the company: Clay Craft India Private Limited

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 the 22nd day of January, 2025 at 01:00 P.M. at the registered office of the Company at B-12 M.G.D. Market Tripolia Bazar, Jaipur, (302002) Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No: 01

Special Business:

Approval of Appointment of Statutory Auditors of the Company for the Financial Year 2024-25 to Fill Casual Vacancy

Signed this...... day of......... 20....

Signature of shareholder

Affix Revenue Stamp

Signature of Proxy holder(s)

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

Attendance Slip

Extra Ordinary General Meeting on Wednesday, 22nd January, 2025 AT 01:00 P.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 on Wednesday, 22nd January, 2025 at the Registered office of the Company at 01:00 P.M.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.

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF CLAY CRAFT INDIA PRIVATE LIMITED HELD ON SATURDAY, 11TH JANUARY, 2025 AT F-766 A, ROAD NO. 1-D, V.K.I. AREA, JAIPUR 302013, RAJASTHAN

CONSIDERATIONOF APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25 TO FILL THE CASUAL VACANCY

"**RESOLVED THAT** pursuant to provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit & Auditors) Rules, 2014, (including any statutory modification(s) or amendment thereto or re-enactment thereof), and subject to approval of members at general meeting, **M/s. Kuldeep Kumar Gupta & Co, Chartered Accountants, (FRN No. 002703C),** be and are/is hereby appointed as Statutory Auditors of the Company w.e.f. 22.01.2025 for the financial year 2024-25 to fill the casual vacancy caused due to resignation of M/s Temani & Associates, Chartered Accountants, (FRN No. 004621C) and they shall hold office till the conclusion of next Annual General Meeting of the company to be held in the year 2025 at a remuneration as may be determined by the Board of Directors in consultation with the said Auditors."

"**RESOLVED FURTHER THAT** any one of the director of the Company be and is hereby authorised to take such necessary steps and do all such acts, deeds and things as may be necessary to give effect to the said resolution".

Certified True Copy

For and on behalf of the Board of Directors
For Clay Craft India Private Limited

Dated: 11.01.2025
Place: Jaipur

Vikas Agarwal
Director
DIN: 00985596
Address: A-17, Shastri Nagar,
Jaipur 302016, Rajasthan