



# LAXMI GOLDORNA HOUSE LIMITED

CIN : L36911GJ2010PLC059127

**Dated: 10-06-2025**

**To,**  
The Manager  
Listing Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (East)  
Mumbai - 400051

**Ref: - (Symbol: LGHL, ISIN INE258Y01016)**

**Sub.: Notice of Meeting of Unsecured Creditors**

Dear Sir/Madam,

We hereby inform you that Meeting of Unsecured Creditors of Laxmi Goldorna House Limited (Transferee Company) will be held on Saturday, 05<sup>th</sup> July, 2025 at 03:00 pm at the Corporate office of the Company situated at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015. Please find enclosed herewith copy of Notice of Extra Ordinary General Meeting of Laxmi Goldorna House Limited.

Notice is also available on the Company website i.e., [www.laxmilifestyle.co.in](http://www.laxmilifestyle.co.in) you are requested to take the above on your records.

**Thanking you,**  
**Yours faithfully,**  
**For, Laxmi Goldorna House Limited**

**Mr. Jayeshkumar Chinulal Shah**  
**Managing Director**  
**DIN: 02479665**

**Regd. Office:**

Laxmi House, Opp Bandharano Khancho, M.G. Haveli Road, Manekchowk, Ahmedabad - 380001, Gujarat.

**E:** [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in) | [cs.laxmigroup@gmail.com](mailto:cs.laxmigroup@gmail.com) | [laxmigroup56@gmail.com](mailto:laxmigroup56@gmail.com)

**W:** [www.laxmilifestyle.co.in](http://www.laxmilifestyle.co.in) | **Ph:** +91 84888 09999 | +91 98980 33044

**Corp. Address :**

Venus Business Atlantis, Near Prahaladnagar Road, Ahmedabad-380015.

To,  
Dear Unsecured Creditor of  
Laxmi Goldorna House Limited,

**NOTICE OF THE MEETING OF UNSECURED CREDITORS OF LAXMI GOLDORNA HOUSE LIMITED (TRANSFEREE COMPANY)**

NOTICE is hereby given in terms of the provisions of Section 233 of the Companies Act, 2013 that a meeting of the Unsecured Creditors of Laxmi Goldorna House Limited will be held on Saturday, 05<sup>th</sup> July 2025 at 03:00 PM. at the Corporate Office of the Company at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 for the purpose of considering and if thought fit, approving with or without modification, the scheme of amalgamation of Laxmi Infraspace Private Limited (hereinafter referred to as the "Transferor Company") with Laxmi Goldorna House Limited (hereinafter referred to as the "Transferee Company").

To consider and if thought fit to approve with or without modification(s) the following Resolution under Sections 233 of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof for the time being in force):

**“RESOLVED THAT** pursuant to the provisions of Section 233 (1)(b) and other applicable provisions of the Companies Act, 2013 and subject to consent and approval of Regional Director (NWR) and other applicable regulatory / statutory authority(ies) as may be required, approval of the Unsecured Creditors be and is hereby accorded to the Scheme of amalgamation of Laxmi Infraspace Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders (“Scheme”) as attached to the Notice of the Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to implement the Scheme of Amalgamation and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Regional Director (NWR) and/or any other authority(ies) while sanctioning the Scheme of Amalgamation.

Copies of the said Scheme of Amalgamation and of the Statement under section 230 can be obtained free of charge at the corporate office of the Company.

Date: 07-06-2025  
Place: Ahmedabad

**For Laxmi Goldorna House Limited**

Sd/-

**Mr. Jayeshkumar Chinulal Shah**  
**Managing Director**  
**DIN: 02479665**

## Notes:

1. Copy of complete Scheme of Amalgamation and the statement 102 of the Companies Act, 2013, w.r.t. Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 are enclosed as per details given in the enclosed Explanatory Statement. The documents referred to in the accompanying Explanatory Statement shall be open for inspection by the Unsecured creditors at the registered office of the Applicant Transferee Company at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 between 11:00 A.M. and 5:00 P.M. on all working days up to the date of the meeting.
2. The notice convening the meeting will be published through advertisement in English and in vernacular language newspaper where Unsecured creditor are situated.
3. The deemed venue for the meeting shall be the Corporate Office of the Company at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015.
4. Institutional Unsecured Creditors (other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [niravshah6272@gmail.com](mailto:niravshah6272@gmail.com) with a copy marked to [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in)
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and pursuant to above mentioned MCA Circulars the Company is providing facility of remote e-voting to its Unsecured creditors in respect of the business to be transacted at the meeting to be held on 05<sup>th</sup> July 2025 For this purpose, The facility of casting votes by unsecured Creditors using electronic means, i.e. (i) remote e-voting and (ii) e-voting at the meeting is being provided by NSDL. At the end of the remote e-voting period (as mentioned above), the remote e-voting module shall be disabled by NSDL for voting thereafter. Unsecured Creditors of the meeting who have not already cast their vote by remote E-Voting shall be able to exercise their vote at the meeting.

The Creditors, whose names appear in the Books of Accounts as on the record date (cut-off date) i.e 31<sup>st</sup> May 2025 may cast their vote electronically.

6. unsecured Creditor(s) seeking any information with regard to any matter to be placed at the meeting, are requested to write to the Company on or before 27-06-2025 (upto 05:00 P.M.) through email on [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in). The same will be replied by the Company suitably.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period begins on 30<sup>th</sup> June 2025 at 09:00 A.M. and ends on 04<sup>th</sup> July 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Creditors / Beneficial Owners as on the record date (cut-off date) i.e. 31<sup>st</sup> May 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to Amount payable by of the Company as on the cut-off date, being 31<sup>st</sup> May 2025.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful</li></ol>

authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then user your existing

	<p>my easi username &amp; password.</p> <ol style="list-style-type: none"> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****

c) For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>
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5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [niravshah6272@gmail.com](mailto:niravshah6272@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to [Vikram.Chaudhary@nsdl.com](mailto:Vikram.Chaudhary@nsdl.com) at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Explanatory Statement under Section 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016**

The Company intends to merge the entire business of its wholly owned subsidiary company, Laxmi Infraspace Private Limited with the Company under Section 233 of the Companies Act, 2013 (“the Act”). In this statement, Laxmi Infraspace Private Limited is referred to as “Transferor Company” and Laxmi Goldorna House Limited is referred as the “Transferee Company”. The other definitions contained in the Scheme of Amalgamation between Laxmi Infraspace Private Limited (Transferor Company) with Laxmi Goldorna House Limited (Transferee Company) (“Scheme”) will apply to this explanatory Statement.

Section 233 of the Act provides for scheme of mergers or amalgamations which are entered into between two or more small companies or between a holding company and its wholly-owned subsidiary company or such other class or classes of companies. Considering that, in the proposed Scheme of Amalgamation, the Transferor Company is a wholly owned subsidiary of the Transferee Company, therefore as per Section 233(1)(b) of the Act, the approval of the members is required.

The following Statement as required under Section 230(3), 233 and 102 of the Act read with Rule 6(3) & 25(3) of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 sets forth the details of the Scheme, its effects and any material interests of the Directors or Key Managerial Personnel in their capacity as members.

1. This is a statement pursuant to provisions of Section 102, 230(3) & 233 0(3) & 233 of the Companies Act, 2013, for the purpose of considering and if thought fit, approving, with or without modification(s), the proposed draft Scheme of Amalgamation of Laxmi Infraspace Private Limited (“Transferor Company”) with Laxmi Goldorna House Limited (“Transferee Company”) and their respective shareholders and Creditors, subject to confirmation of the Central Government (Power delegated to the Regional Director, Northern Region).

2. The proposed Scheme provides for Amalgamation of Laxmi Infraspace Private Limited (‘Transferor Company’) with and into Laxmi Goldorna House Limited (‘Transferee Company’) and their respective Shareholders and Creditors pursuant to the provisions of Section 233 of the Companies Act, 2013 and other relevant provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof or amendments thereof) and the copy of the Scheme setting out in detail the terms and conditions of the Amalgamation, as approved by the Board of Directors of the Transferor Company and Transferee Company at their respective meetings held on 28<sup>th</sup> April 2025 along with other required documents is attached to this Explanatory Statement and forms part of this statement

**BACKGROUND OF THE COMPANIES**

1. LAXMI GOLDORNA HOUSE LIMITED (Transferee Company”) is a company incorporated under Companies Act, 1956, having its Corporate Identification Number: L36911GJ2010PLC059127 and having PAN: AABCL7252P is a limited. The Company was Incorporated on 07/01/2010 in the State of Gujarat. At present Registered Office of the Transferee company is situated at LAXMI HOUSE, OPP. BANDHARANO KHACHO, M G HAVELI ROAD, MANEK CHOWK, AHMEDABAD, Gujarat, India, 380001. The Transferor Company is currently engaged the (1) To carry on the business of precious items like various gold, silver, platinum, jewellery, ornaments, gems, apparels, fashion-items, wearing items and precious stones (2) To carry on business of

development of real estate, keeping the whole eco-friendly environment, land, buildings, roads, infrastructure projects Email id of the company is cs.laxmigold@gmail.com

(a) The Transferee Company has not changed its name and main objects during last five years.

(b) The Share Capital of Transferee Company as on 31st March, 2025 is as under:

Particulars	Amount (INR)
<b>Authorised share capital</b>	
4,50,00,000 equity shares of face value of INR 10/- each	45.00,00,000
<b>TOTAL</b>	<b>45.00,00,000</b>
<b>Issued, subscribed and paid-up share capital</b>	
2,08,71,900 fully-paid up equity shares of face value of INR 10/- each	20,87,19,000
<b>TOTAL</b>	<b>20,87,19,000</b>

(c) The following are the details of promoters of Transferee Company:

S. No.	Name of the Promoter	Address	Category	Shares Held	% of Shares Held
1	JAYESHKUMAR CHINULAL SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter	5115800	24.51
2	RUPALBEN JAYESHKUMAR SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter	7241400	34.69
3	JAYESHKUMAR CHINULAL SHAH HUF	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	1619200	7.76
4	VIJAY CHINUBHAI SHAH	19, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	250	Negligible
5	ALPABEN VIJAYKUMAR SHAH	19, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	250	Negligible
6	SONALBEN PARESHKUMAR SHAH	41/305 ANANDNAGAR FLATS, OPP SHELL PETROL PUMP,	Promoter group	250	Negligible
7	DEVILABEN CHINUBHAI SHAH	80, KUMARPAL SOCIETY, SARDARGANJ NI PACHAL, PATAN, GUJARAT - 384265	Promoter group	250	Negligible
8	JINIT JAYESHKUMAR SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	616000	2.95
9	BADAL JAYESHKUMAR	20, SHYAMSUNDAR	Promoter group	608000	2.91

	SHAH	BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015			
10	SONA HI SONA JEWELLERS GUJARAT LIMITED	7, MILLENIUM PLAZA, OPP. SWAMINARAYAN MANDIR, MANSI CROSS ROAD, VASTRAPUR, AHMEDABAD, Gujarat, India, 380013	Promoter group	446000	2.14
<b>Total Number of Shares</b>				<b>15647400</b>	<b>74.97</b>

(d) The list directors of Transferee Company as on the date of the notice is as under;

S. No.	Name of the Director	DIN	Address	Date of Appt	Designation
1	JAYESHKUMAR CHINULAL SHAH	02479665	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	07-01-2010	Managing Director
2	RUPALBEN JAYESHKUMAR SHAH	02479662	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	07-01-2010	Whole time Director
3	PREET D KURIYA	09813390	20, NATARAJAN MAIN VEETHI, BALAJI NAGAR, TIRUPPARANKUNDRAM, MADURAI, TAMIL NADU - 625005	05-12-2022	Director
4	SMIT RAKESHBHAI SHAH	10362876	S-22, K P VILLA, SARKHEJ SANAND HIGHWAY, GOKULDHAM, SANATHAL, AHMEDABAD-382210	04-11-2023	Director
5	POOJA SUBHASHBHAI JADIYA	09673710	1858, GOTINI SHERI NEAR VANITA VISHRAM SCHOOL, AHMEDABAD- 380001, GUJARAT, INDIA	17-10-2023	Director
6	MEET PARESH SHAH	10373442	U-105, Someshwar Park Part-3, Gulab Tower Road, Ghatlodia, Ahmedabad-380061, Gujarat, India	30-10-2023	Director

(e) As on 31<sup>st</sup> March, 2025 Transferee Company had secured creditors with amount due and payable for Rs. 860011717 and unsecured Creditor with amount due and payable was Rs. 125445778

2. LAXMI INFRASPACE PRIVATE LIMITED [Corporate Identification No. (CIN: L36911GJ2010PLC059127; Income Tax Permanent Account No. (PAN): AABCL7252P] (hereinafter referred to as “the Transferor Company/ the Company”) was incorporated under the provisions of the Companies Act, 1956, as a private limited company with the name and LAXMI INFRASPACE PRIVATE LIMITED vide Certificate of Incorporation dated 01/01/2011 issued by the Registrar of Companies, Ahmedabad, At present Registered Office of the Transferor company is situated at Survey No. 642, Opp. Gokul Duplex, Haridarshan Cross Road, Naroda, Ahmedabad, Ahmedabad, Gujarat, India, 382430. Transferee company

is engaged in the business of development of real estate, keeping the whole eco-friendly environment, land, buildings, roads, infrastructure projects. Email ID of the Transferee company is cs@laxmilifestyle.co.in

- (a) The Transferor Company has not changed its name and main objects during last five years.
- (b) The Share Capital of Applicant Transferor Company as on 31st March, 2025 is as under:

Particulars	(Amount in Rs.)
Authorized Capital	100000
10,000 Equity Shares of Rs. 10 each	
<b>Total</b>	
Issued, Subscribed and Paid-up	100000
10000 Equity Shares of Rs. 10 each	
<b>Total</b>	100000

- (c) The following are the details of promoter-shareholders of Applicant Transferor Company.

S. No	Name	Address	No. of Shares
1	LAXMI GOLDORNA HOUSE LIMITED	Laxmi House, Opp. Bandharano Khacho, M.G. Haveli Road, Manek Chowk, Ahmedabad-380001, Gujarat, India	10000

- (d) The list directors of Applicant Transferor Company as on the date of the notice is as under;

S.No	Name of directors	Designation	DIN	Address	Date of appointment
1	JAYESHKUMAR CHINULAL SHAH	Director	02479665	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	01/01/2011
2	DHIRAJKUMAR BALCHANDBHAI SHAH	Director	10792153	36-402, ANANDNAGAR APPARTMENTS, SATELLITE, VEJALPUR, AHMEDABAD - 380051.	04/09/2024

- (e) As on 31<sup>ST</sup> March, 2025 Applicant Transferor Company had secured creditor with amount due and payable for Rs. NIL and had unsecured Creditor with amount due and payable for Rs. 212384413.

## **5. BOARD MEETING OF TRANSFEROR AND TRANSFEREE COMPANIES FOR THE APPROVAL OF SCHEME:**

The Scheme has been unanimously approved by the Board of directors of the Applicant Transferor Company and the Applicant Transferee Company vide resolution passed in the meeting held on 28<sup>th</sup> April 2025 and all the directors of such companies have attended and voted in favour of the approval of the Scheme of Amalgamation and the resolutions were passed unanimously.

## **6. KEY FEATURES OF THE SCHEME**

6.1 Appointed Date of the Scheme is 01<sup>st</sup> April 2025.

6.2 Effective Date of the Scheme is the date on which the certified copies of the order of Appropriate Authority, sanctioning the Scheme will be filed with the Registrar of Companies, Gujarat.

6.3 Rational of Scheme:

The amalgamation of the Transferor Companies with the Transferee Company would inter alia have the following benefits:

a) The Transferor company is a Wholly owned subsidiary of the Transferee Company. It will lead to simplification of Group structure by eliminating multiple companies;

b) merger will lead to greater efficiency in the overall business and achieve integration of the business operations as well as synergy benefits through combined operations of both the entities.

c) The contemplated merger will lead to economies of scale which in turn will promote cost efficiency by means of reduction in administrative overheads, reduction in multiplicity of legal and regulatory compliances, and help run the business more effectively and economically resulting in better utilization of resources.

d) The proposed amalgamation shall improve the efficiency in cash management, organizational capability from pooling of human capital having skill, talents and vast experience and thereby increase competitiveness in the industry.

e) The proposed amalgamation will create enhanced value for shareholders and allow a focused strategy in operations, which would be in the best interest of all its shareholders, creditors and all other stakeholders.

6.6 It is further provided that the proposed Scheme does not contemplate any corporate debt restructuring exercise.

6.7 It is further provided that none of the transferor and transferee company is having issued debentures and not accepted deposits from the general public.

6.8 The Scheme does not have prejudicial effect on the Key Managerial Personnel, Directors, Shareholders, non promoters, Depositors, Creditors and Employees of the Applicant Transferor Company and Applicant Transferee Company, as no sacrifice or waiver is, at all, called from them nor are their rights sought to be modified in any manner.

6.9 None of the Directors, Shareholders, Key Managerial Personnel, Creditors and Employees of the Applicant Transferor Company and Applicant Transferee Company respectively have any material interest in the Scheme, except being the shareholders/creditors as described in the Para-4.

6.10 All the directors of the Applicant/Transferor Company will cease their office from the effective date, however, there would be no change in the status of the directors and key managerial personnel of the transferee company.

6.11 No investigation proceedings have been instituted or are pending in relation to the Applicant Transferor and Applicant Transferee Company under the Companies Act, 1956/2013.

7 It is confirmed that the copy of the draft Scheme will be filed with the Registrar of Companies, Ahmedabad (Gujarat) by the Applicant Transferor Company and Applicant Transferee Company. In compliance with the requirement of Section 233 of the Companies Act, 2013 and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, notice in the prescribed form and seeking approvals, sanctions or no-objections shall be served to the concerned regulatory and government authorities for the purpose of the proposed Scheme.

8 The Following documents will be available for obtaining extract from or for making or obtaining copies of or for inspection by unsecured creditors at the corporate office of Applicant Company at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 between 11:00 A.M. and 5:00 P.M. on all working days up to the date of the meeting.

I. Copies of Audited Financial Statements of the Applicant Transferor Companies and Transferee Company for the year ended on 31-03-2025.

II. Copy of Scheme of Amalgamation

III. The Certificate dated 28<sup>th</sup> April 2024 issued by Auditor of the Company to the effect that the accounting treatment proposed in the Scheme of Amalgamation is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.

IV. Memorandum and Articles of Association of Transferor Companies and Transferee Company

V. Copies of all other documents which are annexures/part of notice

9 No other approvals from regulators or governmental authorities are required at this stage nor any have been received or are pending in respect of the proposed Scheme.

**10** In view of the information provided hereinabove and the documents attached alongwith this Notice and Explanatory statement, the requirement of Section 233 of the Companies Act, 2013 have been complied with.

Date: 07-06-2025  
Place: Ahmedabad

**For Laxmi Goldorna House Limited**

Sd/-  
**Jayeshkumar Chinulal Shah**  
**Managing Director**  
**DIN: 02479665**



**LAXMI GOLDORNA HOUSE LIMITED**

CIN - L36911GJ2010PLC059127

**Regd. Office:** Laxmi House, Opp. Bandharano Khancho,  
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

**Corporate Office:** 503 - Venus Business Atlantis,  
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,  
Ahmadabad City, Gujarat, India, 380015

**Contact:** 84888 09999; **Email:** [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in); **Website:** [www.laxmilifestyle.co.in](http://www.laxmilifestyle.co.in)

**Attendance Slip for Extra-Ordinary General Meeting  
(To be handed over the Registration Counter)**

Registered Folio/DP ID & Client ID:

No. of Shares:

Name and Address of the Creditor (s):

Joint Holder (s)

I/We hereby record my/our presence at the Extra-Ordinary General Meeting of the Company at its Office at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India on Saturday, 05<sup>th</sup> July 2025 at 02:00 P.M

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy, please bring copy of notice for reference at the meeting.

\_\_\_\_\_  
Signature of the Creditor /Proxy / Authorised Representative



**LAXMI GOLDORNA HOUSE LIMITED**

CIN - L36911GJ2010PLC059127

**Regd. Office:** Laxmi House, Opp. Bandharano Khancho,  
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

**Corporate Office:** 503 - Venus Business Atlantis,  
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,  
Ahmadabad City, Gujarat, India, 380015

**Contact:** 84888 09999; **Email:** [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in); **Website:** [www.laxmilifestyle.co.in](http://www.laxmilifestyle.co.in)

**Form No. MGT-12  
Pooling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies  
(Management and Administration) Rules, 2014]

**BALLOT PAPER  
ASSENT/ DISSENT FORM FOR VOTING ON EGOM RESOLUTIONS**

1.	Name(s) & Registered Address of the sole / first named Creditor	:	
2.	Name(s) of the Joint-Creditor(s) If any	:	
3.	Amount outstanding	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Extra-Ordinary General Meeting (EGOM) of the Company scheduled on Saturday, 05<sup>th</sup> July 2025 02:00 PM by conveying my/ our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	Approval to the Scheme of Amalgamation of Laxmi Infraspace Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders (Ordinary Resolution)		

**Place:**

\_\_\_\_\_  
**Signature of the Creditor**

**Date:**

**Or**

**Authorised Representative**



**LAXMI GOLDORNA HOUSE LIMITED**

CIN - L36911GJ2010PLC059127

**Regd. Office:** Laxmi House, Opp. Bandharano Khancho,  
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

**Corporate Office:** 503 - Venus Business Atlantis,  
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,  
Ahmadabad City, Gujarat, India, 380015

**Contact:** 84888 09999; **Email:** [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in); **Website:** [www.laxmilifestyle.co.in](http://www.laxmilifestyle.co.in)

**Proxy form**

**Form No. MGT-11**

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

Name of the Creditor (s): .....

Registered Address: .....

E Mail ID: .....

Folio No. /DP ID and Client ID: .....

I/We, being the Creditor (s) of ..... shares of the above-named Company, hereby appoint:

(1) Name: \_\_\_\_\_ Address: \_\_\_\_\_

Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_

(2) Name: \_\_\_\_\_ Address: \_\_\_\_\_

Email 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 Saturday, 05<sup>th</sup> July 2025 at 02:00 PM at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Special Business	
1.	Approval to the Scheme of Amalgamation of Laxmi Infraspac Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2025

\_\_\_\_\_  
Signature of Proxy Creditor

\_\_\_\_\_  
Signature of Creditor

**Notes:**

- 1. All proxies in the prescribed form should be deposited at the Corporate office of the company at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015, not later than 48 hours before the meeting to be valid.**
2. The authorized representative of a body corporate which is a creditor of the Company may attend and vote at the meeting, provided a certified true copy of the resolution of the Board of Directors or other governing body of the body corporate authorizing such representative to attend and vote at the meeting is deposited at the Corporate Office of the Applicant Company not later than 48 hours before the scheduled time of the commencement of the meeting.
3. All alterations made in the Form of Proxy should be initialled.

## Route map

### Corporate office

#### **Laxmi Goldorna House Limited**

503 - Venus Business Atlantis, Near Prahaladnagar Garden,  
Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015

Contact No: 84888 09999

Email: [cs@laxmilifestyle.co.in](mailto:cs@laxmilifestyle.co.in)

Website: [www.laxmilifestyle.co.in](http://www.laxmilifestyle.co.in)

