

NOTICE

NOTICE is hereby given that **01/2019-20** of **Extra Ordinary General Meeting** of Members of the **LIBAS DESIGNS LIMITED** will be held on Friday, June 07, 2019 at 12 Noon at the Registered Office of the Company at 401, 4th Floor, Crescent Royale, Off New Link Road, Lokhandwala Complex, Andheri (West) Mumbai MH 400053 to transact the following business:

SPECIAL BUSINESS**1. INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENTIAL ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION**

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, and in accordance with the provisions of the Articles of Association of the Company, the 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. 12,00,00,000/- (Rupees Twelve Crores only) consisting of 1,20,00,000 (One Crore Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 15,00,00,000/- (Rupees Fifteen Crores only) consisting of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each by creation of additional capital of Rs 3,00,00,000 (Rupees Three Crore) divided into 30,00,000 (Thirty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each, ranking pari passu in all respect with the existing Equity Shares of the Company.

FURTHER RESOLVED THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs only) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each.

RESOLVED FURTHER THAT any of the Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient and filing of the necessary e-Form with the Registrar of Companies, Mumbai for the purpose of giving effect to this resolution."



CIN - L18101MH2004PLC149489

Reg. Off.: 401 Crescent Royale, Off. New Link Road, Behind Morya Estate, Andheri (E), Mumbai - 53

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2. ISSUE OF EQUITY SHARES ON A PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT BASIS.

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

"RESOLVED THAT pursuant to: (i) the provisions of Sections 42 and 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the "CA 2013"); and in accordance with the provisions of the Memorandum and Articles of Association of the Company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended ("ICDR Regulations"); iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015, (iv) Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeover) Regulations, 2011 as amended ("SEBI (SAST) Regulations") and all other applicable laws including the Foreign Exchange Management Act, 1999, the Foreign Exchange (Transfer or Issue of Securities by a Person Resident Outside India) Regulations, 2000, (v) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, stock exchange and/or any other statutory / regulatory authority; (vi) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, issue, offer 10,00,000 (Ten Lakhs) Equity Shares of the Company of the face value of Rs. 10/- (Rupees Ten each) ("Equity Shares") on Preferential Allotment/ Private Placement basis, at a price of Rs. 54 (Rupees Fifty Four only) per Equity Share in accordance with ICDR Regulations.

RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the "Relevant Date" for the purpose of determination of the price of the Equity Shares to be issued and allotted as above shall be **May 8, 2019** being the date falling 30 (thirty) days prior to the date of this Extraordinary General Meeting being held on June 07, 2019 to approve this offer.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the proposed allottees be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the proposed allottees inviting them to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialled by the Chairman for the purpose of identification and consent of the Company is hereby accorded to the issuance of the same to the proposed allottees inviting them to subscribe to the Equity Shares.



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RESOLVED FURTHER THAT the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this Preferential Allotment shall be kept by the Company in a separate bank account opened by the Company with **Union Bank of India, Bhandup Branch, Mumbai** and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

RESOLVED FURTHER THAT, if required, price determined for preferential issue shall be subject to appropriate adjustments in accordance with the provisions of Regulation 166 of the ICDR Regulations.

RESOLVED FURTHER THAT the Equity Shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment, be issued in dematerialized form only and shall rank pari passu with the existing Equity Shares of the Company in all respects and the same shall be subject to lock-in for such period as may be prescribed under Regulation 167 of the ICDR Regulations. The equity shares so offered, issued and allotted will be listed on Stock Exchanges where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue of the Equity Shares, the Board of Directors and/or the Company Secretary & Compliance Officer be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing, and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board and/or the Company Secretary & Compliance Officer of the Company jointly and severally be and is hereby authorized to engage depositories, registrars, stabilizing agent, merchant bankers, scrutinizers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.



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RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board and/or the Company Secretary & Compliance Officer be and is hereby jointly authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company."

Registered Office:

Libas Designs Limited

CIN: L18101MH2004PLC149489

401, 4th Floor, Crecent Royale,

Off. New Link Road, Lokhandwala Complex,

Andheri West, Mumbai-400053.

Email : cs@libas.co.in

Website : www.libas.co.in

Place : Mumbai

Date : May 08, 2019

**By Order of the Board
For Libas Designs Limited**



Raashi Singhi

**Company Secretary & Compliance Officer
M. No. A55559**

NOTES:

1. The relative Explanatory Statement under Section 102 of the Companies Act, 2013, as amended, in respect of the Item No. 01 & 02 is annexed herewith and forms part of the notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other member. A proxy form for the Extra-Ordinary General Meeting ("EGM") is enclosed herewith.

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4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. Members may also note that the Notice of the EGM will be available on the Company's website www.libasfashion.com.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).
7. Shareholders are requested to intimate all changes pertaining to their bank details, email address, power of attorney, change of name, change of address, contact details, etc. to their Depository participant at the earliest.
8. The Ministry of Corporate Affairs (MCA), Government of India, vide its circular nos. 17/2011, 18/2011, dated April 21, 2011 and April 29, 2011 and respectively, has allowed companies to send official documents to their shareholders electronically and also as part of its green initiative in Corporate Governance. Hence, the Notice of the EGM along with the Attendance Slip and Proxy form, are being sent by electronic mode to all members whose email address are registered with the Company / Depository Participant(s), unless a member has requested for a physical copy of the documents. For members who have not registered their email address, physical copies of the documents are being sent by permitted mode.
9. All documents referred to in the notice and in the accompanying explanatory statement are open for inspection at the registered office of the Company during office hours on all working days, except Saturdays and holidays, between 11:00 a.m. and 01:00 p.m. up to the date of the EGM.
10. Map to the venue of the EGM, as per the requirement of Secretarial Standard 2 is attached for the perusal of Members.
11. The Company's Registrar and Transfer agent for its Share Registry Work (Physical and Electronic) is Big Share Service Private limited (hereinafter referred to as "Company's registrar and transfer agent") Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Makwana Road, Andheri East, Mumbai - 400059.
12. Members desirous of getting any information about the company are requested to write to the company at least seven days in advance of the meeting, so that information can be kept ready at the Meeting.
13. In pursuance of the provisions of Section 108 of the Act and the rules framed there under, as amended from time to time, the Company is exempted from giving the members the facility to cast



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their vote electronically. Voting through permitted mode under the Companies Act, 2013 will be allowed at the venue of Extra Ordinary general Meeting.

14. The Board of Directors has, at their meeting held on May 08, 2019, appointed M/s. Jain Jagawat Kamdar & Co., Practising Chartered Accountants to act as the Scrutinizers for scrutinizing the voting to be conducted at the Extra Ordinary General Meeting of the Company as per the provisions of the Companies Act, 2013.
15. Relevant Date: A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Wednesday, May 08, 2019 ("the relevantdate") only shall be entitled to vote through and at the Extra-Ordinary General Meeting. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

By the order of Board

For Libas Designs Limited



Raashi Singh
Company Secretary & Compliance Officer
M.No.: A55559

Date: May 08, 2019

Place: Mumbai

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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

The following Explanatory Statement relating to the accompanying Notice set out all material facts:

ITEM NO. 01: INCREASE IN AUTHORISED SHARE CAPITAL AND THEREBY ALTERING THE MEMORANDUM OF ASSOCIATION.

The present Authorised Capital of the Company is Rs. 12, 00, 00,000/- (Rupees Twelve Crores) divided into 1,20,00,000 (One Crore Twenty Lakh) Equity Shares of Rs. 10/- each.

Considering the requirements and future business prospects, it is therefore considered necessary to increase the Authorised Share Capital of the Company from existing Authorised Capital of the Company 12, 00, 00,000/- (Rupees Twelve Crores) divided into 1,20,00,000 (One Crore Twenty Lakh) Equity Shares of Rs. 10/- (Rupees Ten each) to 15,00,00,000/- (Rupees Fifteen Crores only) consisting of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each by creation of 30,00,000 (Thirty Lacs) new equity shares of Rs. 10/- (Rupees Ten) each ranking paripassu in all respect with the existing Equity Shares of the Company.

The proposed increase in Authorised Share Capital requires the approval of Members in General Meeting. Consequent upon increase in Authorised Share Capital, the Memorandum of Association of the Company will require alteration so as to reflect the increased Authorised Share Capital. The proposed Resolution is in the interest of the Company and your Directors recommend the same for your approval.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed Resolutions.

A copy of the duly altered Memorandum of Association of the Company is available for inspection to the members of the Company at the Registered Office of the Company during office hours on all working days except Saturdays and holidays between 11:00 a.m. and 1:00 p.m. upto the date of the EGM.

ITEM NO. 2: APPROVAL FOR ISSUANCE OF EQUITY SHARES OF COMPANY ON PREFERENTIAL ALLOTMENT BASIS/PRIVATE PLACEMENT BASIS.

The Company is proposing to raise the necessary funds by issuance of total 10,00,000 Equity Shares of face value of INR 10/- at an issue price of 54 (Face value of INR 10/- and a premium of INR 44) each on preferential basis by way of issuance of the private placement offer.



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In terms of Section 62(1)(c) read with section 42 of the Companies Act, 2013 and Rules made thereunder (the 'Act'), and in accordance with the provisions of Chapter V- "Preferential Issue" of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the Members by way of a special resolution. The Board therefore, seeks approval of the Members as set out in the notice, by way of a special resolution.

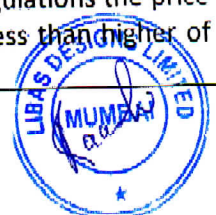
The Preferential Issue of the Equity Shares will be governed by the Companies Act, 2013 and the rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, SEBI Listing Obligations and Disclosure Requirements Regulations, SEBI ICDR Regulations and other applicable laws

The recognized stock exchange is the National Stock Exchange of India Limited (the "NSE") on which the Equity Shares of the Company are listed.

The Equity Shares created, offered, issued and allotted, if any, shall rank pari passu in all respects with the existing equity shares of the Company.

The following disclosures for the issue of equity shares on preferential basis are made in accordance with the provisions of Section 62 and The Companies (Prospectus and Allotment of Securities) Rules, 2014 and SEBI (ICDR) Regulations:

i.	The objects of the Issue	The present issue is being made by the Company to: a) Meet general corporate purposes b) Augment its long term resource requirement for its growth and capital expenditure and c) Working capital requirements.
ii.	The total number of shares or other securities to be issued	10,00,000 Equity Shares of Face value of INR 10/- each
iii.	The price or price band at which the allotment is proposed;	The minimum issue price for issue of Equity Shares, has been determined as on the Relevant Date in accordance with Regulation 164 of SEBI ICDR Regulations, 2018 and other applicable law, if any. The price computed shall be subject to appropriate adjustments, if any, as per the provisions of Regulation 166 of the said Regulations.
iv.	Basis on which the price has been arrived at	The equity shares of Company are listed on Stock Exchange viz. National Stock Exchange of India Limited on SME platform called NSE EMERGE and are frequently traded in accordance with the SEBI ICDR Regulations. Also, the Company has received an in-principle approval for migration to main board of NSE. In terms of the applicable provisions of SEBI (ICDR) Regulations the price at which equity shares shall be allotted shall not be less than higher of the following:



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		(a) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Twenty Six (26) weeks preceding the Relevant Date; or (b) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Two (2) weeks preceding the Relevant Date. The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as minimum issue price for issue of Equity Shares. Relevant Date: The "Relevant Date" for the preferential issue, as per the SEBI ICDR Regulations, for the determination of applicable price for the Issue of shares shall be May 08, 2019 which is the date that is 30 (thirty) days prior to the date of this EGM.																
v.	The relevant date on the basis of which price has been arrived at	May 08, 2019.																
vi.	The class or classes of persons to whom the allotment is proposed to be made	Individuals																
vii.	Intention of Promoters, directors or key managerial personnel to subscribe to the offer	None of the existing promoters, directors or key managerial personnel intends to subscribe to the proposed issue. No contribution is being made by the Promoters or Directors either as part of the offer or separately in furtherance of objects.																
viii.	The proposed time within which the allotment shall be completed	Under Regulation 170(1) of the SEBI ICDR Regulations, Preferential Allotment of the Equity Shares is required to be completed within a period of 15 (fifteen) days from the date of passing of the special resolution of the shareholders of the Company or within the statutory time limits prescribed by the regulatory authorities subject to all the necessary approvals being in place. If any approval or permissions by any regulatory or statutory authority or the Central Government for allotment is pending, the period of 15 (fifteen) days shall commence from the date of such approval or permission being obtained.																
ix.	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them	<table><tr><th>S. No.</th><th>Name of the proposed Allottees</th><th>No. of shares to be allotted</th><th>% of post preferential offer capital</th></tr><tr><td>1.</td><td>Ravi Kanaiyalal Sheth</td><td>4,00,000</td><td>3.26</td></tr><tr><td>2.</td><td>Rahul Ravi Sheth</td><td>3,00,000</td><td>2.45</td></tr><tr><td>3.</td><td>Arjun Ravi Sheth</td><td>3,00,000</td><td>2.45</td></tr></table>	S. No.	Name of the proposed Allottees	No. of shares to be allotted	% of post preferential offer capital	1.	Ravi Kanaiyalal Sheth	4,00,000	3.26	2.	Rahul Ravi Sheth	3,00,000	2.45	3.	Arjun Ravi Sheth	3,00,000	2.45
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x.	Change in control, if any in the Company that would occur consequent to the preferential offer	The change in control will not be diluted by allotment consequent to the preferential offer.																																																																																		
xi.	Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.	Not Applicable																																																																																		
xii.	Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	Not Applicable																																																																																		
xiii.	The Shareholding pattern of the Company before and after the allotment of securities under the preferential offer	<u>Shareholding Before the offer:</u> <table><tr><th>Sr.No.</th><th>Category</th><th>No. of Shares</th><th>%</th></tr><tr><td>A</td><td>Promoters holding:</td><td></td><td></td></tr><tr><td>1.</td><td>Indian:</td><td></td><td></td></tr><tr><td></td><td>Individual</td><td>74,12,001</td><td>65.88</td></tr><tr><td></td><td>Bodies Corporate</td><td></td><td></td></tr><tr><td></td><td>Sub Total</td><td></td><td></td></tr><tr><td>2.</td><td>Foreign Promoters</td><td></td><td></td></tr><tr><td></td><td>Sub Total (A)</td><td>74,12,001</td><td>65.88</td></tr><tr><td>B</td><td>Non-Promoters holding:</td><td></td><td></td></tr><tr><td>1.</td><td>Institutional Investors</td><td></td><td></td></tr><tr><td>2.</td><td>Non-Institution:</td><td></td><td></td></tr><tr><td></td><td>Private Corporate Bodies:</td><td></td><td></td></tr><tr><td>a)</td><td>Indian</td><td>2,73,000</td><td>2.43</td></tr><tr><td>b)</td><td>Foreign</td><td></td><td></td></tr><tr><td>c)</td><td>OCB</td><td></td><td></td></tr><tr><td></td><td>Directors & Relatives</td><td></td><td></td></tr><tr><td></td><td>Indian Public</td><td>33,39,999</td><td>29.69</td></tr><tr><td></td><td>Others (including NRIs)</td><td>2,25,000</td><td>2.00</td></tr><tr><td></td><td>Sub Total (B)</td><td>38,37,999</td><td>34.12</td></tr><tr><td></td><td>TOTAL</td><td>1,12,50,000</td><td>100</td></tr></table>			Sr.No.	Category	No. of Shares	%	A	Promoters holding:			1.	Indian:				Individual	74,12,001	65.88		Bodies Corporate				Sub Total			2.	Foreign Promoters				Sub Total (A)	74,12,001	65.88	B	Non-Promoters holding:			1.	Institutional Investors			2.	Non-Institution:				Private Corporate Bodies:			a)	Indian	2,73,000	2.43	b)	Foreign			c)	OCB				Directors & Relatives				Indian Public	33,39,999	29.69		Others (including NRIs)	2,25,000	2.00		Sub Total (B)	38,37,999	34.12		TOTAL	1,12,50,000	100
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022 6699 6568 / 69 accounts@libas.co.in www.libasfashion.com

Shareholding after the offer:

Sr.No.	Category	No. of Shares	%
A	Promoters holding:		
1.	Indian:	74,12,001	60.51
	Individual		
	Bodies Corporate		
	Sub Total		
2.	Foreign Promoters	74,12,001	60.51
	Sub Total (A)		
B	Non-Promoters holding:		
1.	Institutional Investors		
2.	Non-Institution:		
	Private Corporate Bodies:		
a)	Indian	2,73,000	2.23
b)	Foreign		
c)	OCB		
	Directors & Relatives		
	Indian Public	43,39,999	35.43
	Others (including NRIs)	2,25,000	1.84
	Sub Total (B)	48,37,999	39.49
	TOTAL	1,22,50,000	100

xiv.	Lock-In Period	The Equity Shares issued pursuant to this Preferential Allotment to the Proposed Allottees shall be locked-in locked in as per Regulation 167 and other applicable provisions of ICDR Regulations.
xv.	The identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and.	Not Applicable as the proposed allottees are individuals.
xvi.	Requirements as to re-computation of price:	Since the Equity Shares of the Company have been listed on the stock exchanges for a period of more than twenty six weeks prior to the Relevant Date, the Company is neither required to re-compute the price of the equity shares nor to submit undertakings specified under Regulation 170(1) (g) and (h) of the SEBI ICDR Regulations.
xvii.	Auditor's Certificate	Statutory Auditors of the Company, M/s. Jain Jagawat Kamdar & Co, Chartered Accountants have issued a certificate confirming that the issue of the Equity Shares is being made in accordance with the requirements of the SEBI ICDR Regulations.

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	A copy of the certificate will also be open for inspection at the Registered Office of the Company from 11.00 a.m. to 2.00 p.m. on any working day upto the date of the meeting
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The members consent is sought to authorize the Board to issue Equity Shares on Preferential Allotment/private placement basis to the persons in the manner set out in the resolution.

None of the other Directors, key managerial personnel of the Company or their relatives are concerned or interested in the resolution.

The Board of Directors recommends the Item No. 2 to be passed by the members of the Company as Special Resolution.



LIBAS
riyaz gangji

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Reg. Off.: 401 Crescent Royale, Off. New Link Road, Behind Morya Estate, Andheri (E), Mumbai - 53

022 6698 6568 / 69 accounts@libas.co.in www.libasfashion.com

ATTENDANCE SLIP
EXTRA – ORDINARY GENERAL MEETING
FRIDAY, JUNE 07, 2019 AT 12 NOON.

I/We certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the Extra Ordinary General Meeting of the Company on Friday, June 07, 2019 at 12 Noon at the Registered Office of the Company at 401, 4th Floor, Crescent Royale, Off New Link Road, Lokhandwala Complex, Andheri (West) Mumbai MH 400053.

Name of the member(s) & Register address	
Folio No. /Client ID No. /DP ID No.	
No. of shares held	

I/we certify that I/we am/are a Registered Member/Authorised Representative of Registered Member under Section 113 of the Companies Act, 2013 /Proxy for Registered Member of Libas Designs Limited.

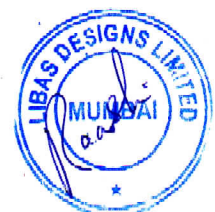
I/we hereby record my/our presence at the Extra – Ordinary General Meeting of the Company to be held at Friday, June 07, 2019 at 12 Noon at the Registered Office of the Company at 401, 4th Floor, Crescent Royale, Off New Link Road, Lokhandwala Complex, Andheri (West) Mumbai MH 400053 and at any adjournment thereof.

Signature of First holder/Proxy/Authorised Representative

Signature of Joint holder(s)

Notes:

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

**CIN - L18101MH2004PLC149489****Reg. Off.: 401 Crescent Royale, Off. New Link Road, Behind Morya Estate, Andheri (E), Mumbai - 53****022 6699 6568 / 69****accounts@libas.co.in****www.libasfashion.com**

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: L18101MH2004PLC149489

Name of the Company: LIBAS DESIGNS LIMITED

Registered office: 401, 4th Floor, Crescent Royale, Off New Link Road, Lokhandwala Complex, Andheri (West) Mumbai MH 400053

Name of the Member(s):

Registered address:

E-mail Id:

Folio No/ Clint Id:

DP ID

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:,



CIN - L18101MH2004PLC149489

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on at the registered office of the Company at, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1

2

Signed this day of..... 2019

Affix Revenue

Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.



CIN - L18101MH2004PLC149489



Reg. Off.: 401 Crescent Royale, Off. New Link Road, Behind Morya Estate, Andheri (E), Mumbai - 53



022 6699 6568 / 69



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ROUTEMAP OF THE VENUE OF EXTRAORDINARY GENERAL MEETING:

