MOKSH ORNAMENTS LTD.

(SPECIALIST IN MFG & EXPORTER OF KOLKATA BANGLE)

CIN No. : U36996MH2012PLC233562 GST No. : 27AAICM0504E1ZX

B-405 / 1&B - 405/2, 4TH FLOOR, 99,MULJI JETHA BUILDING, GLITZ MALL, VITHALWADI, KALBADEVI ROAD, MUMBAI-4000002.

email:jineshwar101@gmail.com • Tel:02240041473. I. Com : 4395

Date: 03.09.2020

To,
The Listing Compliance
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Sub: Outcome of the Meeting of Board of Directors held on Thursday, 3rd September, 2020 at 12:30 pm.

Dear Sir/Madam,

Pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III of the said Regulations, we inform you that the Board of Directors of the Company at its meeting held today, i.e. Thursday, September 3, 2020, inter alia, has approved the following items:

1. Fixed the Date, Time and Venue of 8th Annual General Meeting (AGM) as Wednesday, 30th September,2020 at 10:00 A.M. at the Registered Office of the Company situated at B-405/1, B-405/2, 4th floor, 99,Mulji Jetha Bldg, Kalbadevi Road, Vitthalwadi, Kalbadevi, Mumbai – 400002.

2. Considered and Approved the Director's Report for the Financial Year ended 31st March,2020 and draft Notice of 8th Annual General Meeting of the Company.

3. Considered and Approved the re-appointment and Continuation of Directorship of Mr. Jawanmal Moolchand Shah, Executive Director who has already attained the age of Seventy Years (70).

4. Considered and Approved the appointment of M/S Jaymin Modi & Co as the Secretarial Auditor of the Company for the Financial Year 2020-21 pursuant to the provisions of Section 204 of the Companies Act, 2013.

5. Considered and Approved the Appointment of M/S Mukesh Mehta & Associates, Chartered Accountants as the Internal Auditor of the Company for the Financial Year 2020-21pursuant to the provisions of Section 138 of the Companies Act, 2013.

6. Considered and Approved the Appointment of M/S Jaymin Modi & Co as the Scrutinizer of the 45th Annual General Meeting of the Company to be held on 30th September,2020.

7. Considered and Approved the Re-appointment of M/s S.D. Jain & Co, Chartered Accountant, as Statutory Auditors of the Company.

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B-405 / 1&B - 405/2, 4TH FLOOR, 99,MULJI JETHA BUILDING, GLITZ MALL, VITHALWADI, KALBADEVI ROAD, MUMBAI-4000002.

email:jineshwar101@gmail.com • Tel:02240041473, I. Com : 4395

8. Fixed Closure of Register of Members and Share Transfer Books from Thursday, 24th September, 2020 to Wednesday, 30th September,2020.

Please Find Attached herewith the Following:

I. Draft Notice of 8th Annual General Meeting of the Company to be held on Wednesday, 30th September,2020.

We further inform you that the Board Meeting commenced at 12:30 pm today and concluded at 01:15 pm.

Kindly take same on your records.

Thanking You,
For **MOKSH ORNAMNETS LIMITED**

For MOKSH ORNAMENTS LTD.

(Director)

MR. AMRIT SHAH
DIRECTOR
DIN: 05301251

NOTICE OF ANNUAL GENERAL MEETING

MOKSH ORNAMENTS LIMITED

Registered Office: B-405/1, B-405/2, 4th Floor, 99,Mulji Jetha Bldg, Kalbadevi Road, Vitthalwadi, Mumbai – 400002.

Website: www.mokshornaments.com | E-mail: cs@mokshornaments.com Tel: (022) 40041473

(CIN: L36996MH2012PLC233562)

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 8TH ANNUAL GENERAL MEETING OF THE MEMBERS OF MOKSH ORNAMENTS LIMITED TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED ATB-405/1, B-405/2, 4TH FLOOR, 99,MULJI JETHA BLDG, KALBADEVI ROAD, VITTHALWADI, MUMBAI – 400002 ON SEPTEMBER 30, 2020, WEDNESDAY AT 10:00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Amrit Jawanmal Ji Shah, who retires by rotation and being eligible offered himself for re-appointment.

3. To Consider and approve the Re-appointment of M/s S.D. Jain & Co, Chartered Accountant, as Statutory Auditors of the Company and fix their remuneration and in this regard 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 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 and rules, circulars, notifications made/issued there under, including any amendments, modification, variation or re-enactment thereof, the appointment of M/S S.D. Jain & Co, Chartered Accountant, bearing Firm Registration No. 121521W as the Statutory Auditors of the Company, who shall hold the office for a term of Three Years, from the conclusion of the Annual General Meeting to be held on 30.09.2020.

   "RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable an expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company including fixation of their remuneration and reimbursement of out of pocket expenses incurred in connection hereto."

NOTICE OF ANNUAL GENERAL MEETING

SPECIAL BUSINESS:

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

4. **TO CONSIDER THE CONTINUATION OF DIRECTORSHIP OF MR. JAWANMAL MOOLCHAND SHAH, EXECUTIVE DIRECTOR WHO HAS ALREADY ATTAINED THE AGE OF SEVENTY YEARS (70):**

"RESOLVED THAT, pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or reenactment(s) thereof for the time being in force) consent of the Members of the Company be and is hereby accorded for the continuation of Directorship of Mr. Jawanmal Moolchand Shah (DIN-05301300), who is eligible to retire by rotation , being eligible offered himself for re-appointment on the Board of the Company notwithstanding his attaining the age of Seventy (70) years"

"**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution"

Registered Office:

B-405/1, B-405/2, 4th floor,
99,Mulji Jetha Bldg, Kalbadevi Road,
Vitthalwadi, Kalbadevi. Mumbai - 400002

By order of the Board
For Moksh Ornaments Limited

_____Sd/-_____	**_____Sd/-_____**
Amrit Jawanmalji Shah	**Jawanmal Moolchand Shah**
Managing Director	**Whole Time Director**
DIN- 05301251	**DIN-05301300**

Place: Mumbai
Date: 03.09.2020

NOTICE OF ANNUAL GENERAL MEETING

NOTES:

1. Explanatory Statement setting out material facts, pursuant to section 102 of the Companies Act, 2013, in respect of the Special Businesses for Item No. 4 of the Notice is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

   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 FOR ANY OTHER PERSON OR SHAREHOLDER.

3. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

4. The record date for the purpose of determining the eligibility of the Members to attend the 08th Annual General Meeting of the Company is 23rd September, 2020.

5. The Company has notified closure of register of members and transfer books from Thursday 24th September, 2020 to Wednesday 30th September, 2020 (both days inclusive).

6. The Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of the SEBI Listing Regulations pursuant to which from 1st April, 2019 onwards securities can be transferred only in dematerialised form. However, it is clarified that, members can continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors. Members holding shares in physical form are requested to convert their holding(s) to dematerialised form to eliminate all risks associated with physical shares.

7. The notice of 08th Annual General Meeting of the Company and Annual Report 2019-20, circulated to the members, will be made available on the Company's website at www.mokshornaments.com.

8. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith duly filled-in for attending the Annual General Meeting.

9. Members who wish to obtain information of the Company may send their queries at least 10 days before the Annual General Meeting to the Company Secretary at the Registered Office of the Company.

10. Non Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
    - Change in their residential status on return to India for permanent settlement.
    - Particulars of their Bank Account maintained in India with complete name, branch, account, type, account number and address of the bank with pin code number, if not furnished earlier.

11. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries

12. Annual Report 2019-20 are being sent by permitted mode to all members of the Company. Member may please note that the Annual Report 2019-20 is also available on the Website of the Company viz www.mokshornaments.com.

13. Shareholders are requested to bring their copy of the Annual Report to the meeting as the practice of handling out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the high cost of paper and printing.

Registered Office:
B-405/1, B-405/2, 4th floor,
99,Mulji Jetha Bldg, Kalbadevi Road,
Vitthalwadi, Kalbadevi. Mumbai - 400002

By order of the Board
For Moksh Ornaments Limited

_____Sd/-_____ _____Sd/-_____
Amrit Jawanmalji Shah Jawanmal Moolchand Shah
Managing Director Whole Time Director
DIN- 05301251DIN-05301300

Place: Mumbai
Date: 03.09.2020

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

Item No. 4

Mr. Jawanmal Moolchand Shah, is the Whole Time Director of the Company, liable to retire by rotation. He is also one of the promoters of the Company. In accordance with Section 196 (3) (a) of Companies Act 2013, no entity shall appoint a person or continue the Directorship of any person as a Executive Director who has attained the age of seventy years unless a special resolution is passed to that effect.

Mr. Jawanmal Moolchand Shah has already attained the age of 70 years and is subject to approval by the shareholder by special resolution. Hence the approval of the shareholders is sought for the continuation of his Directorship on the Board of the Company even after attaining the age of 70 years. His brief profile is given below:

Qualification	Bachelor of Commerce – Mumbai University
Experience	Has been the founding Promoter of this company. He has more than 45 years of Experience in the business of gold and gold ornaments.
Relationship	Father of Mr. Amrit Shah.
Equity Shares	31,00,006 Eq Shares

The Board of the Company is of the opinion that Mr. Jawanmal Moolchand Shah has been founder of the company and integral part of the Management and has provided valuable insights to the Company and his continuation as Director will be in the interest of the Company notwithstanding his completion of seventy years of age. Mr. Jawanmal Moolchand Shah has been the face of the Company since last 40 odd years in the gold market and his presence as director will be vital for the business and goodwill of the company. Mr. Jawanmal Shah also manages the accounts of the company along with the responsibility of maintaining the relationship with consumers and management. Hence the Board recommends the resolution set out in item No. 4. The relatives of Mr. Jawanmal Moolchand Shah may be deemed to be interested in the resolution set out at Item No. 4 of the Notice, to the extent of their shareholding interest, if any, in the Company

Registered Office:
B-405/1, B-405/2, 4th floor,
99,Mulji Jetha Bldg, Kalbadevi Road,
Vitthalwadi, Kalbadevi. Mumbai - 400002

By order of the Board
For Moksh Ornaments Limited

_____Sd/-_____ _____Sd/-_____
Amrit Jawanmalji Shah Jawanmal Moolchand Shah
Managing Director Whole Time Director
DIN- 05301251DIN-05301300

Place: Mumbai
Date: 03.09.2020

NOTICE OF ANNUAL GENERAL MEETING

ATTENDANCE SLIP

8th ANNUAL GENERAL MEETING ON 30th SEPTEMBER,2020

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 8thAnnual General Meeting of the Company at B-405/1, B-405/2, 4th floor, 99,Mulji Jetha Bldg, Kalbadevi Road, Vitthalwadi, Kalbadevi. Mumbai -400002, on September 30, 2020, Wednesday at 10.00 A.M.

_____

Signature of the Shareholder or Proxy

_____

Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

Electronic Voting Event Number (EVEN)	USER I'D	PASSWORD

NOTICE OF ANNUAL GENERAL MEETING

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]

Name of the Member(s):	
Registered address:	
E-mail Id:	
Folio No. /Client Id & DP. Id:	

I/We……being a member / members holding……..shares of MOKSH ORNAMENTS LIMITED hereby appoint:

1	**Name:**	**Address:**
	Email ID:	**Signature:**
2	**Name:**	**Address:**
	Email ID:	**Signature:**
3	**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 Annual General Meeting of the company, to be held on Wednesday, September 30, 2020 **at 10:00 A.M.** at**B-405/1, B-405/2, 4th floor, 99,Mulji Jetha Bldg, Kalbadevi Road, Vitthalwadi, Kalbadevi. Mumbai - 400002 and** at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	**Description.**	**No. of shares held**	**FOR**	**AGAINST**
1	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2020 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2020 and Report of the Directors and Auditors thereon.			
2	To appoint a Director in place of Mr. Amrit Jawanmal Shah who retires by rotation at the ensuing Annual			

	General Meeting and being eligible, offers himself for re-appointment.			
3	To Consider And Approve the re-appointment of M/S S.D. Jain & Co , Chartered Accountants as the Statutory Auditor of the Company and fix their remuneration.			
4	To Consider The Continuation Of Directorship Of Mr. Jawanmal Moolchand Shah, Executive Director Who Has Already Attained The Age Of Seventy Years (70):			

Signed this 30th day of September, 2020

Signature(s) of the Shareholder(s)……..

Signature of Proxy Holder.....

Notes: 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.

NOTICE OF ANNUAL GENERAL MEETING

PAPER – MGT -12

BALLOT PAPER/POLLING PAPER

Name(s) of Member(s) : (In BLOCK/CAPITAL LETTERS)	
Registered Address :	
DP ID / Client ID* or Registered Folio No :	
No. of equity shares held :	

***Applicable in case of Share held in electronic from**

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 8thAnnual General Meeting of Company scheduled to be held on Wednesday, September 30, 2020 **at 10:00 A.M.** at**B-405/1, B-405/2, 4th floor, 99,Mulji Jetha Bldg, Kalbadevi Road, Vitthalwadi, Kalbadevi. Mumbai - 400002**, which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated here in below:

ResoNo.	**Resolution**	**No. of Equity Share(s) held**	**I/We assent to the resolution (For)***	**I/We dissent to the resolution (Against)***
Ordinary Businesses				
1.	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2020 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2020 and Report of the Directors and Auditors thereon.			
2.	To appoint a Director in place of Mr. Amrit Jawanmal Shah who retires by rotation at the ensuing Annual			

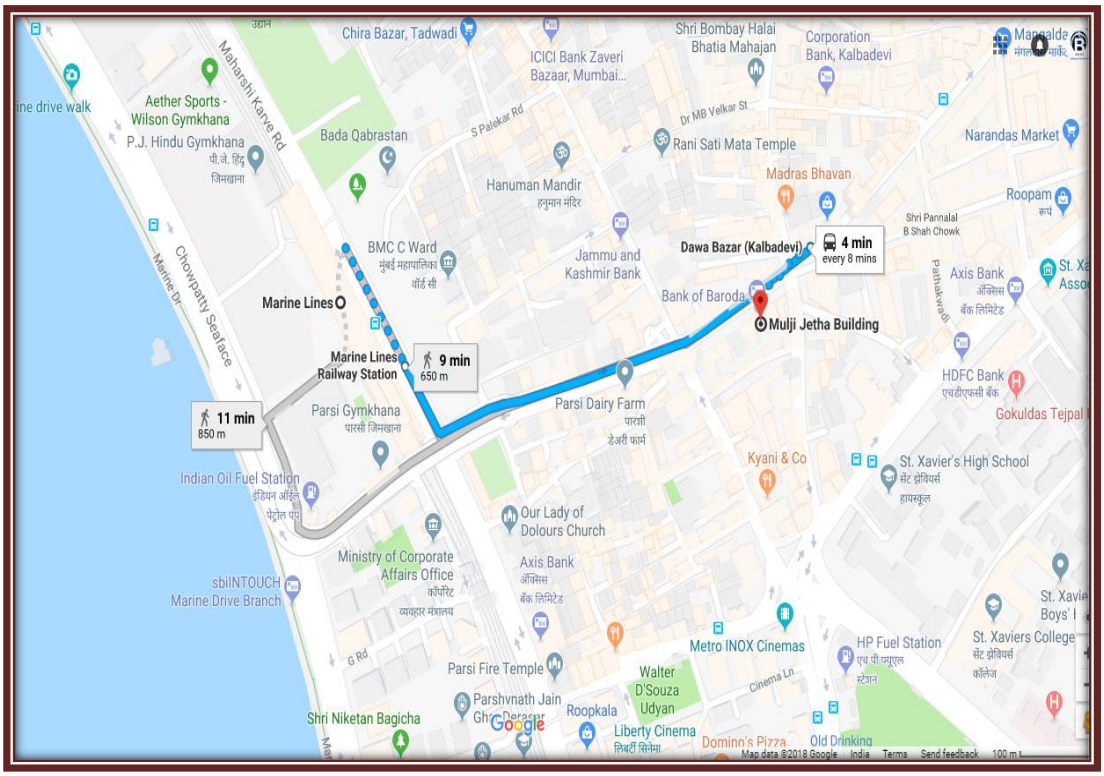
	General Meeting and being eligible, offers himself for re-appointment.			
3.	To Consider And Approve the re-appointment of M/S S.D. Jain & Co , Chartered Accountants as the Statutory Auditor of the Company and fix their remuneration.			
Special Businesses				
4.	To Consider The Continuation Of Directorship Of Mr. Jawanmal Moolchand Shah, Executive Director Who Has Already Attained The Age Of Seventy Years (70).			

*Please put a tick mark (✓) in appropriate column against the resolution(s) indicated above. In case of member/proxy wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns 'For' and/or 'Against'.

Place:

Date: _____

Signature of Member

NOTICE OF ANNUAL GENERAL MEETING

ROUTE MAP TO THE VENUE OF THE 8th ANNUAL GENERAL MEETING ON WEDNESDAY, SEPTEMBER 30, 2020 AT 10.00 A.M.