Parin Furniture Limited

Corporate Office & Factory Address
Plot # 1-3, Survey # 33, NH - 27, Village - Biliyala,
Taluka - Gondal, Dist. Rajkot, Gujarat (INDIA) 360 311.
CIN : L36101GJ2006PLC049074

Date: 01-08-2022

To,
Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex [BKC],
Bandra [East], Mumbai – 400 051,
Maharashtra, India

Symbol: PARIN

Subject: Intimation regarding Extraordinary General Meeting of the Company.

Respected Sir/Ma'am,

1. As per Captioned Subject, we hereby intimate that Extraordinary General Meeting of the Company is scheduled to be held on Thursday, 25th August, 2022 at 11:00 a.m. at the Registered Office of the Company Sitatued At Plot No. 6, Revenue Survey No. 149, National Highway At. Vavdi, Gondal Road Rajkot Gj 360004 India.

2. Find enclosed Notice of Extraordinary General Meeting of the Company.

Further the same is also available on the website of the Company at the link at www.parinfurniture.com.

This is for your kind perusal and members' information.

Please take the same on your record and acknowledge us the receipt.

Thanking You.

For and behalf of
Parin Furniture Limited

PARIN FURNITURE LIMITED RAJKOT

Binika Chudasama
Company Secretary & Compliance Officer

Encl: As above

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDIANRY GENERAL MEETING OF PARIN FURNITURE LIMITED WILL BE HELD ON THURSDAY, 25TH DAY OF AUGUST, 2022 AT11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITATUED AT PLOT NO. 6,REVENUE SURVEY NO. 149, NATIONAL HIGHWAY AT. VAVDI, GONDAL ROAD RAJKOT GJ360004TOTRANSACTTHEFOLLOWINGBUSINESS:

SPECIAL BUSINESS:

To consider and if thought fit, approve the following resolutions as Special Resolutions:

1. TO ALTER/AMEND THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of sections 4, 13 and other applicable provisions, if any of the Companies Act, 2013 (the Act) read with applicable Rules made thereunder, including any amendments thereto, and subject to such other approvals, permissions and sanctions of statutory authorities as may be required, consent of the Members of the Company be and is hereby accorded for amendment in the existing Object Clause i.e. Clause III (A) of the Memorandum of Association (the MOA) of the company in the following manner: —

Clause III of the MOA be altered by addition of three new objects in sub-clause (A) i.e. insertion of Clause III (A) 2, 3 and 4 after Clause III (A)1 as mentioned below:

In Clasue III

(A) The objects to be pursued by the company on its Incorporation are:

2. To carry on the business of manufacture , trading i.e.buying, selling, dealing in, automobiles, motorcars, lorries, buses, vans, motorcycles, cycle-cars, motor, scooters, carriages, amphibious vehicles, and vehicles suitable for propulsion on land, sea, or in the air or in any combination thereof and vehicles of all descriptions, whether propelled or assisted by means of petrol, diesel, spirit, steam, gas, electrical or other power, and of internal combustion and other engines, chassis-bodies and other components, parts and accessories and all machinery, implements, utensils, appliances, apparatus, lubricants, solutions enamels and all things capable of being used for, in, or in connection with maintenance, and working of motors and related activities i.e. to carry on the business of manufacture, fabricate and assemble, buy, sell, import, export, distribute, and deal in automobile parts of all kinds and descriptions, automotive and other gears, transmission and other axles, universal joints, springs, leaves, head lamps, sealed beams, induction hardened pins, axles, alloy springs, accessories and fittings of all kinds and to act as brokers and marketing agents for aforesaid items.

3. To carry on the business of exporters, importers, buyers, distributors, sellers including retail and whole sale trade, processors and or dealers in all or any types of electrical and electronic products, Telecom Products, Smart Phones, Mobile Devices, Tablets, Telecom Accessories and other related gadgets, related activities and providing related servicing.

4. To carry on the business as developers, builders, erect, demolish, alter, repair or remodel, to act as contractors, estate agents, engineers, consulting engineers, supervisors, management consultants, advisors, architects, erectors, constructors, interior decorators of

building, convention centre, business centre, club house, entertainment centre, roads, infrastructure facilities, school, colleges, hospital, malls, retail spaces, shopping arcade, house, apartment, structures, shelters, warehouses and or residential, office, industrial, institutional or commercial complex, Co-operative housing Societies, township, holiday resorts, hotels, motels, information technology parks, special economic zones, special tourism Zones., and any such special zones and to purchase, sale, resale, trade, transfer, give, on leave and License, or to do business of the above in any manner whatsoever.

"FURTHER RESOLVED THAT Board of Directorsof the company be and is hereby authorised on behalf of the company to do all such acts, deeds, matters and things as may be necessary, and to settle any questions, difficulties or doubts that may arise in this regard, and to accede to such modifications to the aforementioned resolution as may be suggested by the Registrar of Companies,Stock Exchange or such other authority arising from or incidental to the said amendment without requiring any further approval of the Members of the Company."

2. TO SELL, LEASE, MORTGAGE, HYPOTHECATE OR OTHERWISE DISPOSE OF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF THE UNDERTAKING:

"RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Members of the Company be and ishereby accorded to BoardofDirectorsto sell, lease, mortgage, hypothecate or otherwise dispose off the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s) on such terms and conditions at such time(s) and in such form and manner, and with such ranking as to priority as the Board in its absolute discretion thinks fit on the whole or substantially the whole of the Company's any one or more of the undertakings or all of the undertakings of the Company in favour of any peron whether individual or otherwise, a body corporate, firm, Limited Liability Partnership or to any other legal entity, in foreign currency or in Indian rupees, with the terms and condition as may be mutually decided by the Board of Directors of the Company and the purchaser".

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors be and is hereby authorized to finalize with the purchaser as mentioned above all such deeds, contracts, instruments, agreements and any other documents and to do all such acts, deeds, matters, things as may be deemed necessary, expedient and incidental thereto and to delegate all or any of its powers herein conferred by this resolution to any committee of Directors and/ or Directors and/or officers of the Company to give effect to this resolution."

For and on Behalf of
Parin Furniture Limited
Sd/-

Date: 1st August, 2022
Place: Rajkot

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

Notes:

1. ***The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 for Item No. 1 & 2 which sets out detailsrelating to Special Business at the meeting is annexed hereto.***

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TOATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THECOMPANY.**

3. The instrument of Proxy in order to be effective and valid, should be deposited at the Registered Office of the Company, dulycompleted and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith.Proxies submitted on behalf of the companies, Trust, society etc., must be supported by an appropriate resolution/authority, asapplicable.

4. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members providedshareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carryingvoting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

5. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company duringoffice hours on all working days between 10:00 a.m. to 6:00 p.m. from the date hereof up to the date of the Extraordinary GeneralMeeting.

6. Corporate Members intending to send their authorized representative to attend the meeting pursuant to section 113 of theCompanies Act, 2013 are requested to send to the Company, a certified true copy of Board resolution together with their specimen signature authorizing their representative to attend and vote on their behalf at the meeting.

7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change inaddress or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormantfor long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should beverified.

8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) byevery participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

9. The notice of EGM is being sent by electronic mode to all the members whose email IDs are registered with the Company/Depository Participant(s) unless any member has requested for a physical copy of the same. For members who have not registered their email addresses, physical copies are being sent by the permitted mode, if requested for the same.

10. Non-resident Indian members are requested to inform the Company or its RTA or to

the concerned DPs, as the case may be,immediately the change in the residential status on return to India for permanent settlement.

11. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DPID number,as the case may be.

12. This notice is being sent to all members of the Company whose name appears in the Register of Members/ list of beneficiaries received from the depositories on the end of 29th July,2022

13. The entry to the meeting venue will be regulated by means of attendance slips. For attending

14. the meeting, members, proxies and authorized representatives of the members, as the case may be, are requested to bring the enclosed attendance slip completed in all respects, including client ID and DP ID and signed. Duplicate attendance slips will not be issued.

15. All membersare requested to support Green Initiative ofthe Ministry ofCorporate Affairs, GovernmentofIndia and registertheir email addresses to receive all these documents electronically from the Company in accordance with Rule 18 of the Companies (Management & Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014. All the aforesaid documents have been uploaded on and are available for download from the Company's website:www.parinfurniture.com.

16. Rule 3 of the Companies (Management and Administration) Rules, 2014 mandates that the register of members of all companies should include details pertaining to email address, permanent account number (PAN) or CIN, unique identification number, if any; father's/ mother's/ spouse's name, occupation, status, nationality; in case member is a minor, name of guardian and the date of birth of the member and name and address of nominee. All members are requested to update their details as aforesaid with their respective depository.

17. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them.

18. Members may pursuant to section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 file nomination in prescribed form SH- 13 with the respective depository participant.

19. In case of joint holders attending the EGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote

20. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date i.e. at least 10 days before the Meeting, so as to enable the Management to keep the information ready at the EGM.

21. A route map showing direction to reach the venue of the EGM is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.

22. **Voting system:**

- Pursuant to the provisions of section 108 of the Companies Act, 2013, rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 and sub Reg. (1) & (2) of Reg. 44 of SEBI (LODR) Regulations, 2015, the company is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the EGM. Therefore, in terms the provisions of section 108 of the Companies Act, 2013, at any general meeting/extraordinary general meeting, a resolution put to the vote of the meeting shall, unless a poll is demanded under section 109, be decided on a show of hands. A declaration by the Chairman of the meeting of the passing of a resolution or otherwise by show of hands under sub-section (1) and an entry to that effect in the books containing the minutes of the meeting of the Company shall be conclusive evidence of the fact of passing of such resolution or otherwise.
- Every Member entitled to vote on a Resolution and present in person shall, on a show of hands, have only one vote irrespective of the number of shares held by him.
- A Proxy can not vote on a show of hands.
- A Member who is a related party is not entitled to vote on a Resolution relating to approval of any contract or arrangement in which such Member is a related party.
- The Members of the Company holding shares on the "cut-off date" of 18th August, 2022 are entitled to vote on the resolutions proposed. Cut-off date means the date on which the right of voting of the members shall be reckoned and a person who is not a member as on the cut-off date should treat this notice for information purposes only.
- The results of the voting will be placed by the Company on its website http://www.parinfurniture.com/. within 48 hours from the conclusion of the EGM and also communicated to the stock exchanges, where the shares of the Company are listed.
- The resolutions proposed will be deemed to have been passed on the date of the EGM subject to the receipt of the requisite number of votes in favor of the resolutions.

For and on Behalf of
Parin Furniture Limited
Sd/-

Date: 1st August, 2022
Place: Rajkot

Umesh DhirajlalNandani
Chairman & Managing Director
(DIN:00039757)

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

The following Explanatory Statement sets out all material facts relating to the special business:

Item No.: 1

Board at its Board meeting held on 1st August, 2022, With a view to widen the scope of Company's Business and activities and looking at the various opportunities available, has decided to include new business related to Automobile, Electronic items like Mobile, Tablets and Related Accessories and Real Estate to company's Main Object so that Company can reach up with new heights with new business, new clients and so as to new financial achievements resultant to better growth and development of the Company.

Pursuant to the provisions of sections 4, 13 and other applicable provisions, if any of the Companies Act, 2013 (the Act) read with applicable Rules made thereunder, consent of shareholders of the Company is required for amendment in the existing Object Clause of the Memorandum of Association (the MOA) of the Company by way of Special Resolution.

Accordingly, Board of Directors of the Company have proposed the resolution at Item No. 1 for exercising alteration of Object Clause of the Company by addition of new objects in CLAUSE III (A) of Mamorandum of Assocation (MOA).

The draft of the Memorandum of Association containing the proposed changes is available for inspection to any members of the Company at the Registered Office of the Company during office hours on all working days between 10:00 a.m. to 6:00 p.m. from the date hereof up to the date of the Extraordinary General Meeting.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution at Item No. 1 as set out in the accompanying Notice is being placed before the members for their approval.

Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

Item No.: 2

In order to exercise power under section 180(1)(a) of the Companies Act, 2013 relating to sell, lease, mortgage, hypothecate or otherwise dispose off the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s) on such terms and conditions at such time(s) and in such form and manner, and with such ranking as to priority as the Board in its absolute discretion thinks fit on the whole or substantially the whole of the Company's any one or more of the undertakings or all of the undertakings of the Company in favour of any peron whether individual or otherwise, a body corporate, firm, Limited Liability Partnership or to any other legal entity,approval of the Members of the Company is required by way of passing of Special Resolution.

Accordingly, Board of Directors of the Company have proposed the resolution at Item No.2 for exercising the power to sell, lease, mortgage, hypothecate or otherwise dispose off the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s) on such terms and conditions at such time(s) and in such form and manner, and with such ranking as to priority as the Board in its absolute discretion thinks fit.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution at Item No. 2 as set out in the accompanying Notice is being placed before the members for their approval.

Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

For and on Behalf of
Parin Furniture Limited
Sd/-

Date: 1st August, 2022
Place: Rajkot

Umesh DhirajlalNandani
Chairman & Managing Director
(DIN:00039757)

Parin Furniture Limited

PARIN FURNITURE LIMITED

CIN: L36101GJ2006PLC049074

Registered office Address: Plot No. 6,Revenue Survey No.149, National Highway at. Vavdi, GondalRoad Rajkot.

Website :www.Parinfurniture.Com Phone: 0281 - 330077 E Mail :Info@Parinfurniture.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]

Name of the member(s):	
Registered address:	
E-mail Id:	Folio No/Client Id :DPID

I/W e, being the member(s)of.....shares of the above named company, hereby appoint

1. Name:_____Address_____
Mail ID _____Signature .....,or failing him

2. Name:_____Address _____
Mail ID _____Signature .....,or failing him

3. Name:_____ Address _____
Mail ID _____Signature .....,or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at An Extra Ordinary General Meeting of the company, to be held on Thursday 25th day of August, 2022 At 11:00 a.m. at the Registered office of the company situated at plot no. 6, Revenue Survey no.149, National Highway at. Vavdi, Gondal Road, Rajkot 360004, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below: *I wish my above Proxy to vote in the manner as indicated in the box below:

Sr. No.	Business	Resolution	For	Against
1	Special	To Alter/Amend The Object Clause Of The Memorandum Of Association Of The Company		
2	Special	To Sell, Lease, Mortgage, Hypothecate Or Otherwise Dispose Of The Whole Or Substantially The Whole Of The Undertaking:		

Signed this……day of 2022
Signature of shareholder
Signature of Proxy holder(s)

Affix Revenue stamp of Re. 1

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered office ofthe Company, not less than 48 hours before the commencement of the Meeting
2. Proxy need not to be member of Company.
3. *It is optional to indicate your preference. If you leave the ‘ For’ or ‘ Against’ blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she may deem appropriate.

Parin Furniture Limited

PARIN FURNITURELIMITED

L36101GJ2006PLC049074

Registered office Address: Plot No. 6,Re venue Survey No.149, National Highway at. Vavdi, GondalRoad Rajkot.
Website :www.Parinfurniture.Com Phone: 0281 - 330077 E Mail :Info@Parinfurniture.Com

ATTENDANCE SLIP

Extraordinary General Meeting of Parin Furniture Limited to be held on 25th August, 2022

DP ID	**Client ID**
No. of shares held	**Regd. Folio No.**

Full Name of Shareholder _____Name of Proxy _____

Address of Shareholder _____

I/We hereby record my presence at the **EXTRAORDINARY GENERAL MEETING** of the Company at the Registered office of the company situated at plot no. 6, Revenue Survey no.149, National Highway at. Vavdi, Gondal Road Rajkot 360004 Gujarat on **Thursday 25th August, 2022 at 11:00 A.M**

_____ _____

Member's/Proxy's name in Block Letters Member's/Proxy's Signature

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Applicable for investors holding shares in electronic form.

ROUTE MAP OF VENUE FOR EXTRAORDINARY GENERAL MEETING