



Date: 05/09/2025

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051

Dear Sir/Madam,

Subject: Notice of the 16th Annual General Meeting of the Company

Ref. No.:- Symbol: GOLDKART, ISIN: INE06MH01016

We hereby submit the notice of the 16th Annual General Meeting of the Company, which will be held on Monday, 29th September, 2025 at the registered office of the Company situated at 7, Millennium Plaza, Opp. Swaminarayan Mandir, Mansi Cross Road, Vastrapur, Ahmedabad – 380015, Gujarat, India.

The Notice of the 16th Annual General Meeting is also available at the website of company at www.goldkartjewels.com.

We request you to kindly take the above said information on record.

Thanking You,

For, Goldkart Jewels Limited
[Formerly known as Sona Hi Sona Jewellers (Gujarat) Limited]

Vijay Chinubhai Shah
Managing Director
DIN: 02895347



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

NOTICE OF 16TH ANNUAL GENERAL MEETING

Notice is hereby given that the 16th Annual General Meeting of Goldkart Jewels Limited [Formerly known as, Sona Hi Sona Jewellers (Gujarat) Limited] will be held on Monday, 29th September, 2025 at 12:00 p.m. at the registered office of the company situated at 7, Millennium Plaza, Opp, Swaminarayan Mandir, Mansi Cross Road, Vastrapur, Ahmedabad – 380015, Gujarat, India to transact the following business:

ORDINARY BUSINESS

Item No. 01. To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2025 together with the Report of Board of Directors and Report of Auditors thereon.

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

“RESOLVED THAT the Board’s Report with Annexures, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended March 31, 2025 and the Financial Statement as at that date together with the Independent Auditors’ Report thereon be and are hereby considered, approved and adopted.”

Item No. 02. To appoint Mr. Vijay Chinubhai Shah (DIN: 02895347), who retires by rotation and being eligible, offers himself for re-appointment.

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

“RESOLVED THAT pursuant to Section 152 of the Companies Act 2013 and other applicable provisions, Mr. Vijay Chinubhai Shah (DIN: 02895347) who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS:

Item No. 03. Appointment of Secretarial Auditor

To consider and, if thought fit, to pass with or without modifications the following resolution as a Ordinary Resolution:



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“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 24A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [‘SEBI (LODR) Regulations, 2015’], as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors, consent of the members be and is hereby accorded for appointment of M/s. Nirav Shah & Associates, Company Secretaries, Ahmedabad (Certificate of Practice No. 27102 and Peer Review Certificate No.: 5478/2024), as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030, to conduct the Secretarial Audit of the Company and to furnish the Secretarial Audit Report, at such remuneration, including applicable taxes and out of pocket expenses, as may be mutually agreed between Board of Directors or Audit Committee of the Board and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to fix the annual remuneration plus applicable taxes and out of pocket expenses during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution.”

Item No. 04. To take consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate pursuant to Section 186 of the Companies Act, 2013

To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with rule no. 11 & 13 of the Companies (Meeting of Board and its Powers) Rules, 2014 and subject to such approvals, consents, sanctioned and permission of the appropriate authorities, department or bodies as may necessary, the consent of the Members of the Company be and is hereby accorded to grant loans or make investment or provide security or guarantee in for an amount (s) exceeding 60% of paid up capital, free reserves and securities premium account or 100% of free reserves and security premium account, whichever is more, but not exceeding INR 150 Crores (Indian Rupees One Hundred Fifty Crores Only), on such terms and conditions as may be decided by the Board from time to time.



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“RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

Item No. 05. : To increase Borrowing Powers of the Board of Directors pursuant to Section 180(1)(C) of the Companies Act, 2013

To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180 (1) (C) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014, including any statutory modification (s) thereto, and the consent of the Members of the Company be and is hereby accorded to borrow money, as and when required, from bank (s), financial institution (s), foreign lender (s), anybody corporate entity (ies), authority (ies) through suppliers credit, through any other instruments either in Indian rupees or in such other foreign currencies as may be permitted under law from time to time, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any, apart from temporary loans obtained from the Company’ bankers in ordinary course of business, may exceed the aggregate of the paid-up-capital of the Company and its free reserves and securities premium (that is to say reserves not set apart for any specific purpose) provided that the total amount so borrowed by the Board shall not at any time exceed of INR 150 Crores (Indian Rupees One Hundred Fifty Crores Only) on such terms and conditions as may be decided by the Board from time to time.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

Item No. 06. : To Increase in authorisation to the Board of Directors pursuant to Section 180 (1) (a) of the Companies Act, 2013

To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

“RESOLVED THAT supersession of the earlier resolution passed and pursuant to the provisions of Section 180 (1) (a) of the Companies Act, 2013 (as amended or re-enactment from time to time) and other applicable provisions if any consent of the Members of the Company be and is hereby accorded to sell, mortgage and/or charge any of its movable and /or immovable properties wherever situated both present and future or to sell, lease 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



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whole of any such undertaking (s) on the such terms and conditions at such time (s) and in such form and manner, and with such ranking as the 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 undertaking or all of the undertaking of the Company in favour of any bank (s) or body (ies) corporate or person (s), whether shareholders of the Company or not, together with interest, cost, charges and expenses thereon for amount not exceeding INR 150 Crores (Indian Rupees One Hundred Fifty Crore Only) at any point of time.

"RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

Item No. 07. : Authorisation for borrowing loan from Laxmi Goldorna House Limited, promoter group company pursuant to section 180 (1) (C) of the Companies Act, 2013

To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 180(1)(c), 188 and other applicable provisions of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded to borrow from time to time, any sum or sums of money from Laxmi Goldorna House Limited ,Promoter Group Company, notwithstanding that the money(s) to be borrowed by the Company may exceed the aggregate of its paid-up share capital, free reserves and securities premium, provided that the total amount so borrowed by the Company shall not at any time exceed ₹ 500 crore(Rupees Five Hundred Crore)."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize and decide the terms and conditions of the loan, and to take all such steps, deeds, matters and things as may be deemed necessary, expedient or incidental for giving effect to this resolution."

Item No. 08. : Authorisation for extending/granting loan to Laxmi Goldorna House Limited, Promoter Group Company pursuant to section 186 of the Companies Act, 2013

To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules framed thereunder (including any statutory modification(s) or re-enactment thereof), and subject to such approvals as may be required, consent of the members of the Company be and is hereby accorded to grant a loan up to ₹ 500 Crore (Rupees Five Hundred Crore) to Laxmi Goldorna House Limited, being a company falling within the category of



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promoter group of the Company, on such terms and conditions as may be mutually agreed, including but not limited to interest rate, tenure, repayment schedule, and security, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize and decide the terms and conditions of the loan, and to take all such steps, deeds, matters and things as may be deemed necessary, expedient or incidental for giving effect to this resolution.”

Date: 04th September, 2025

Place: Ahmedabad

By the order of Board

Goldkart Jewels Limited

[Formerly known as Sona Hi Sona Jewellers (Gujarat) Limited]

Registered office:

7, Millenium Plaza, Opp. Swaminarayan,
Mandir, Mansi Cross Road, Vastrapur,
Ahmedabad – 380015

Vijay Chinubhai Shah

Managing Director

DIN: 02895347



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Notes to Annual General Meeting:

- 1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself /herself 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 (48) hours before the commencement of Meeting.** A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the Company. However, 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 a proxy for any other or shareholders. A proxy form is attached herewith.
2. Route-map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
4. The Register of Members and the Share Transfer Book of the Company will remain close from Tuesday, 23rd September, 2025 to Monday, 29th September, 2025 (both days inclusive) for the purpose of Annual General Meeting.
5. Corporate member intending to send their authorised representative to attend the meeting are requested to send to the Company in advance, a duly certified copy of the Board resolution/Power of Attorney authorizing their representatives to attend and vote on their behalf of the Annual General Meeting.
6. Members, Proxies and authorized representative are request to bring their attendance slip, duly filled in, for attending the meeting. Copies of the Attendance Slips will not be distributed at the meeting. In case of joint holders attending the meeting, the members whose names appear as the first holders in the order of names as per the Register of members of the Company will be entitled to vote.



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7. Only registered members of the Company or any proxy appointed by such registered member, as on the cut-off date decide for the purpose, being 22nd September, 2025 may attend and vote at the Annual General Meeting as provided under the provisions of the Companies Act.
8. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made there under, the listed companies may send the notice of Annual General Meeting and the annual report, including financial statements, Board report, etc by electronic mode. The Company is accordingly forwarding soft copies of the notice of Annual General Meeting and Attendance Slip to all those members, who have registered e-mail ids with their respective depository participants or with the share transfer agent of the Company. For Members who have not registered their e- mail addresses, physical copies are being sent by permitted mode.
9. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
10. Once the vote on a resolution is cast by the members, the member shall not be allowed to change is subsequently. Further, members who have casted their vote electronically shall not vote by way of poll, if held at the meeting. To provide an opportunity to vote at the meeting to the shareholders, who have not exercised the remote e-voting facility shall be provided polling papers before the commencement of the meeting. Any person who is not a member as on the cut-off date should treat this Notice for information purpose only.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
12. Member who has not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Notices, Circulars, etc. from the Company.

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

The remote e-voting period begins on 26th September, 2025 at 09:00 A.M. and ends on 28th September, 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 Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22nd September, 2025.



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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">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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.2. Existing IdEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com 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 authentication, you will be able to see e-Voting services



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	<p>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</p> <p>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.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
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Individual Shareholders (holding securities in demat mode) login through their depository participants	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.
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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.

Login type	Helpdesk details
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 evoting@nsdl.co.in 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 helpdesk.evoting@cdslindia.com 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.



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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 :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***



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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.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on 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.co.in 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.



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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 csiravshah6272@gmail.com with a copy marked to evoting@nsdl.co.in. 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 to reset the password. 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 or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Vikram Chaudary at evoting@nsdl.co.in



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Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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@sonahisona.com.
 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@sonahisona.com. 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.co.in 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.
13. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date (i.e., the record date), being Monday, 22nd September, 2025.
14. The Board of Directors has appointed M/s Nirav Shah & Associates, Practicing Company Secretaries, Ahmedabad (Membership No. A39412, CP No. 27102), as a Scrutinizer to scrutinize the e-voting process (including voting through ballot form at the venue of AGM) in a fair and transparent manner.
15. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and will make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the meeting.
16. The Results on resolutions shall be declared at or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
17. The Results declared along with the Scrutinizer's Report(s) will be available on the website of



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

the Company www.goldkartjewels.com within two (2) days of passing of the resolutions and communication of the same shall be made to NSE Limited, where the shares of the Company are listed.

18. Redressal of complaints of Investor: The Company has designated an e-mail id: cs@sonahisona.com to enable Investors to register their Complaints, if any.

19. Important Communication to Member

As per the provisions of the Companies Act, 2013 the service of notice/documents can be sent by e-mail to its members. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, Members who hold shares in physical form are requested to fill the E-Communication Mandate Form and hand over the same along with Attendance Slip at the Registration Counter of venue of Annual General Meeting for registration of email address for receiving notice/documents.

**By Order of the Board
For Goldkart Jewels Limited
[Formerly known as Sona Hi Sona Jewellers (Gujarat) Limited]**

Registered Office:

7, Millenium Plaza, Opp. Swaminarayan Mandir,
Mansi Cross Road, Vastrapur, Ahmedabad-380013,
Gujarat, India

**Date: 04th September, 2025
Place: Ahmedabad, Gujarat**

**Vijay Chinubhai Shah
Managing Director
DIN:02895347**



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

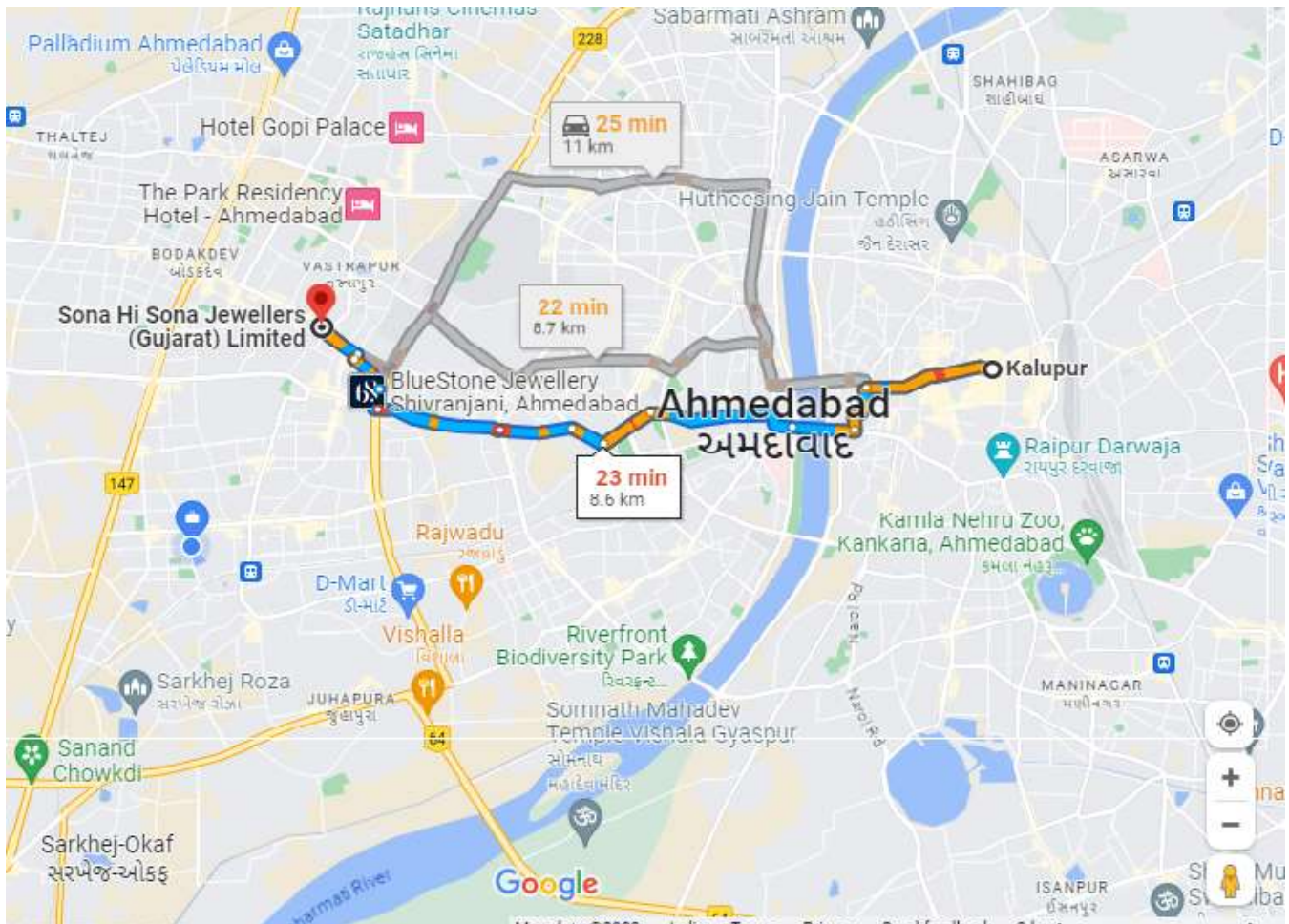
ROUTE MAP

REGISTERED OFFICE:

7, Millenium Plaza, Opp. Swaminarayan,
Mandir, Mansi Cross Road, Vastrapur,
Ahmedabad – 380015

Email: cs@sonahisona.com

Website: www.goldkartjewels.com





**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/ REAPPOINTMENT AS REQUIRED UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Name of Director	Mr. Vijay Chinubhai Shah
Date of Birth	March 03, 1982
Date of Appointment	February 09, 2010
Brief profile	He is looking after core management of the company and entrepreneur, active and enthusiastic in business activities. He has been instrumental in taking major policy decision of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.
Directors in other Public Companies	NIL
Other Position	Chairman
Inter Relationship	Spouse of Mrs. Alpa Vijay Shah, Wholetime Director
No of shares held in the Company as on 31 st March, 2025	5705400
DIN	02895347

Registered Office:
7, Millenium Plaza, Opp. Swaminarayan Mandir,
Mansi Cross Road, Vastrapur, Ahmedabad-380013,
Gujarat, India

**By Order of the Board
For, Goldkart Jewels Limited
[Formerly known as Sona Hi Sona Jewellers (Gujarat) Limited]**

**Date: 04th September, 2024
Place: Ahmedabad, Gujarat**

**Vijay Chinubhai Shah
Managing Director
DIN:02895347**



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

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. 03

Appointment of Secretarial Auditor

The Board of Directors at its meeting held on 04th September, 2025, on the recommendation of Audit Committee has approved the appointment of M/s. Nirav Shah & Associates, Company Secretaries (Certificate of Practice No. 27102 and Peer Review Certificate No.: 5478/2024) as the Secretarial Auditor of the Company for five (5) years commencing from Financial Year 2025-26 (i.e. starting from 1st April, 2025) till FY 2029-30 (i.e. till 31st March, 2030).

SEBI had amended SEBI LODR Regulations, 2015 effective from December 12, 2024. Amended Regulation 24A of SEBI LODR Regulations, 2015 states that w.e.f. April 01, 2025 on the basis of recommendation of the Audit Committee and approval of Board of Directors, a listed entity shall appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five (5) consecutive years; or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five (5) consecutive years, with the approval of its shareholders in its Annual General Meeting.

Accordingly, based on the recommendations of the Audit Committee and the Board of Directors, it is hereby proposed to appoint M/s. Nirav Shah & Associates, Company Secretaries, as the Secretarial Auditor of the Company for a period of five (5) consecutive years from financial year 2025-26 to financial year 2029-30 pursuant to provisions of Section 204 of the Companies Act read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 24A of the SEBI LODR Regulations, 2015.

M/s. Nirav Shah & Associates, a Proprietorship firm of Company Secretaries is Peer reviewed and also quality reviewed by the Quality Board Review of ICSI. The firm is supported by competent professionals and assistants. Mr. Nirav Shah is having a brilliant academic record to his credit. M/s. Nirav Shah & Associates (CP No: 27102), Practicing Company Secretaries, has an experience in area of SEBI Regulations, Corporate Laws, Corporate Governance issues, Legal drafting of agreements, Corporate Restructuring etc.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor for his remaining tenure.



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

Therefore, Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

Item No. 04

To take consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate (Section 186 of the Companies Act, 2013)

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

In accordance with the provisions Section 186 of the Companies Act, 2013 (the 'Act'), it would be necessary to obtain the approval of the members for: -

- making loans to any person or other bodies corporate;
- providing guarantee or provide security in connection with a loan to any other bodies corporate or person; and
- acquiring by way of subscription, purchase or otherwise, the securities of any other body corporate, in excess of the limits of: -
 - 60% of the paid-up share capital and free reserves and securities premium account;or
 - 100% of the free reserves and securities premium account; whichever is higher.

Considering the long-term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for enhancing the limit up to an aggregate sum of INR 150 Crores (Indian Rupees One Hundred Fifty Crores Only).

The Board recommends passing the Special Resolution set out in Item No. 04 for the approval of members.



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

Item No. 05& 06:

To increase Borrowing Powers of the Board of Directors pursuant to Section 180(1) (C) of the Companies Act, 2013 and To Increase in authorisation to the Board of Directors pursuant to Section 180 (1) (a) of the Companies Act, 2013

For expansion of business the Company might be required to borrow money from bank (s), financial institution (s), foreign lender (s), any body corporate entity (ies), authority (ies) through suppliers credit, through any other instruments either in Indian rupees or in such other foreign currencies and mortgage and/or create charge on the movable and immoveable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company in favour of the lender(s) and/or trustee(s) for securing the borrowings of the Company availed/to be availed by way of loan(s) (in foreign currency and/or rupee currency) and securities (issued/to be issued by the Company), from time to time, subject to the limits approved by members under Section 180(1)(a) and Section 180 (1) (c) of the Act.

Therefore, it is necessary to pass resolutions under Section 180(1) (c) and Section 180(1) (a) of the Act for empowering the Board of Directors to borrow moneys in excess of paid-up capital and free reserves as mentioned above and for creation of mortgage/charge on the moveable and immoveable assets and properties of the Company as set out in the Resolutions at Item Nos. 05 and 06 respectively.

The Board of Directors commends the Resolution as set out at Item Nos. 05 and 06 of the accompanying Notice for approval of the Members of the Company.

None of the Directors of the Company including their relatives are, in any way, concerned or interested financially or otherwise, in the proposed resolution.

The Board recommends passing the Special Resolution set out in Item No. 05 & 06 for the approval of members.

Item No. 07: Authorisation for borrowing loan from Laxmi Goldorna House Limited, promoter group company pursuant to section 180 (1) (C) of the Companies Act, 2013

The Company proposes to avail a loan of up to ₹ 500 Crore (Rupees Five Hundred Crore) from Laxmi Goldorna House Limited, which forms part of the Promoter Group of the Company.

The loan is proposed to be availed for the purpose of meeting the Company's working capital requirements / repayment of existing borrowings / business expansion / other bona fide corporate purposes. As per the provisions of the Companies Act, 2013: Section 179 & 180 – The Board of Directors has the power to borrow monies. However, pursuant to Section 180(1)(c), where the aggregate borrowings (apart from temporary loans obtained from bankers in the ordinary course of business) exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, approval of the Members of the Company by way of a Special Resolution is required.



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
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Section 188 – Since the lender belongs to the Promoter Group, the transaction qualifies as a Related Party Transaction. If the transaction is not in the ordinary course of business or not on arm's length basis, approval of shareholders by way of an Ordinary Resolution is also required.

The Board of Directors commends the Resolution as set out at Item Nos. 07 of the accompanying Notice for approval of the Members of the Company.

The Board recommends passing the Special Resolution set out in Item No. 07 for the approval of members.

Item No. 08. : Authorisation for extending/granting loan to Laxmi Goldorna House Limited, Promoter Group Company pursuant to section 186 of the Companies Act, 2013

The Company proposes to grant a loan of up to ₹ ₹ 500 Crore (Rupees Five Hundred Crore) to Laxmi Goldorna House Limited, which forms part of the Promoter Group of the Company.

The loan is proposed to be given for the purpose of meeting working capital requirements / business expansion / repayment of existing debt / other bona fide business needs of the Borrower. As per the provisions of Section 185 and Section 186 of the Companies Act, 2013, the Company can grant loans, guarantees, security or make investments subject to approval of the Members by way of a Special Resolution, where the transaction is with a related party and/or where the aggregate amount exceeds the prescribed limits.

The Board of Directors commends the Resolution as set out at Item Nos. 08 of the accompanying Notice for approval of the Members of the Company.

The Board recommends passing the Special Resolution set out in Item No. 08 for the approval of members.

**By Order of the Board
For, Goldkart Jewels Limited
[Formerly known as Sona Hi Sona Jewellers (Gujarat) Limited]**

Registered Office:
7, Millenium Plaza, Opp. Swaminarayan Mandir,
Mansi Cross Road, Vastrapur, Ahmedabad-380013,
Gujarat, India

**Vijay Chinubhai Shah
Managing Director
DIN:02895347**

**Date: 04th September, 2025
Place: Ahmedabad, Gujarat**



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

**Attendance Slip for Annual General Meeting
(To be handed over the Registration Counter)**

Registered Folio/DP ID & Client ID:

No. of Shares:

Name and Address of the Shareholder (s):

Joint Holder (s)

I/We hereby record my/our presence at the Annual General Meeting of the Company at its Office at 7, Millenium Plaza, Opp. Swaminarayan Mandir, Mansi Cross Road, Vastrapur, Ahmedabad-380015, Gujarat, India on Monday, 29th September, 2025 at 12:00 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 Member/Proxy / Authorised Representative



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

**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 Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No. [Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

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 Annual General Meeting (AGM) of the Company scheduled on Saturday, 28th September, 2024, by conveying my/ our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
Ordinary Business:		For	Against
1.	To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2025 together with the Report of Board of Directors and Report of Auditors thereon (Ordinary Resolution)		
2.	To appoint Mr. Vijay Chinubhai Shah [DIN: 02895347], who retires by rotation and being eligible, offers herself for re-appointment (Ordinary		



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

	Resolution)		
Special Business:			
3.	To appoint Secretarial Auditor of the company. (Ordinary Resolution)		
4.	To take consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate (Section 186 of the Companies Act, 2013) upto 150 Crores (Special Resolution)		
5.	To increase Borrowing Powers of the Board of Directors pursuant to Section 180(1) (C) of the Companies Act, 2013 upto 150 Crores (Special Resolution)		
6.	To Increase in authorisation to the Board of Directors pursuant to Section 180 (1) (a) of the Companies Act, 2013 upto 150 Crores (Special Resolution)		
7.	To Authorise for borrowing loan from Laxmi Goldorna House Limited, promoter group company pursuant to section 180 (1) (C) of the Companies Act, 2013 (Special Resolution)		
8.	To Authorise for extending/granting loan to Laxmi Goldorna House Limited, Promoter Group Company pursuant to section 186 of the Companies Act, 2013 (Special Resolution)		

Place:

Signature of the Member

Date:

Or

Authorised Representative



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

**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 Member (s):

Registered Address:

E Mail ID:

Folio No. /DP ID and Client ID:

I/We, being the member (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 Annual General Meeting of the Company, to be held on Saturday, 28th September, 2024 at 12:00 P.M. at the registered office of the company situated at 7, Millennium Plaza, Opp, Swaminarayan Mandir Mansi Cross Road, Vastrapur, Ahmedabad – 380015, Gujarat, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Ordinary Business:	
1.	To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2024 together with the Report of Board of Directors and Report of Auditors thereon (Ordinary Resolution)
2.	To appoint Mr. Vijay Chinubhai Shah [DIN: 02895347], who retires by



**GOLDKART JEWELS LIMITED [CIN: L36910GJ2010PLC059513]
[FORMERLY KNOWN AS SONA HI SONA JEWELLERS (GUJARAT) LIMITED]**

	rotation and being eligible, offers herself for re-appointment (Ordinary Resolution)
Special Business:	
3.	To appoint Secretarial Auditor of the company.
4.	To take consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate (Section 186 of the Companies Act, 2013) upto 150 Crores (Special Resolution)
5.	To increase Borrowing Powers of the Board of Directors pursuant to Section 180(1) (C) of the Companies Act, 2013 upto 150 Crores (Special Resolution)
6.	To Increase in authorisation to the Board of Directors pursuant to Section 180 (1) (a) of the Companies Act, 2013 upto 150 Crores (Special Resolution)
7.	To Authorise for borrowing loan from Laxmi Goldorna House Limited, promoter group company pursuant to section 180 (1) (C) of the Companies Act, 2013 (Special Resolution)
8.	To Authorise for extending/granting loan to Laxmi Goldorna House Limited, Promoter Group Company pursuant to section 186 of the Companies Act, 2013 (Special Resolution)

Signed this ____ day of ____, 2025

Signature of Proxy Shareholders

Signature of Shareholder

Notes:

1. 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.
2. Notwithstanding the above, Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.
