

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that a meeting of the shareholders of **Innovative Organochem Private Limited** will be held on Monday, April 25, 2022 at 11.00 AM at PLOT NO. A-19, A-19 (PART) & C-10/1, MIDC, Phase-I, Dombivli East, Dombivli Thane 421203 to interalia consider the following business at shorter notice period as under:-

SPECIAL BUSINESS:

1. CONSIDER REGULARIZATION OF ADDITIONAL DIRECTOR – MR. SHREANS DAGA (DIN: 01669132):

“RESOLVED THAT pursuant to provisions of Section 152 and other applicable provision, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Shreans Daga (DIN:01669132) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on April 18, 2022, and who has submitted a declaration in writing that he is not disqualified to become Director under the Companies Act, 2013 and who has signified his consent in Form DIR-2, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby jointly/severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard.”

2. CONSIDER REGULARIZATION OF ADDITIONAL DIRECTOR – MR. NIKHIL DHIREN SHAH (DIN: 00795637)

“RESOLVED THAT pursuant to provisions of Section 152 and other applicable provision, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Nikhil Dhiren Shah (DIN: 00795637) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on April 18, 2022, and who has submitted a declaration in writing that he is not disqualified to become Director under the Companies Act, 2013 and who has signified his consent in Form DIR-2, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby jointly/severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard.”

3. CONSIDER REGULARIZATION OF ADDITIONAL DIRECTOR – MR. RUSHABH MADHUKAR SHETH (DIN: 00250440)

“RESOLVED THAT pursuant to provisions of Section 152 and other applicable provision, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules. 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Rushabh Madhukar Sheth (DIN: 00250440) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on April 18, 2022, and who has submitted a declaration in writing that he is not disqualified to become Director under the Companies Act, 2013

INNOVATIVE ORGANOCHEM PRIVATE LIMITED
PLOT NO. A-19, A-19 (PART) & C-10/1, MIDC, PHASE-I, DOMBIVLI EAST,
DOMBIVLI THANE 421203
CIN: U24100MH2015PTC261019; EMAIL ID: info@innovativeorganochem.in

and who has signified his consent in Form DIR-2, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby jointly/severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard."

By order of the Board
For Innovative Organochem Private Limited



Shreans Daga
(DIN: 01669132)
Additional Director
Address: Daga House Kothi Bazar
Betul, Madhya Pradesh 460001

Date: April 18, 2022

Place: Thane

EXPLANATORY STATEMENT

The following Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 sets out all material facts relating to the business mentioned in the notice:

ITEM NO. 1:

Pursuant to the Share Purchase Agreement dated April 18, 2022, Mr. Shreans Daga (possessing DIN:01669132) was appointed as an additional director of the Company vide the meeting of the Board on the same date i.e., April 18, 2022. It is now proposed that this appointment be confirmed by the shareholder of the Company as well.

Further, the Company has received consent from Mr. Shreans Daga (possessing DIN:01669132) in form DIR-2 to act as Director of the Company and intimations in form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164(2) of the Companies Act 2013.

Your Board of Directors are of the view that appointment of Mr. Shreans Daga (possessing DIN:01669132) as Director of the Company will not only help the Company to grow but will also improve the goodwill of the Company.

Pursuant to Section 152(2) save as otherwise expressly provided in the Act, every director shall be appointed by the company in the general meeting. Accordingly, consent of the members is sought for passing an ordinary resolution as set out in item no. 1 of the Notice.

None of the directors (other than Mr. Shreans Daga (possessing DIN:01669132) / key managerial personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item 1 of the accompanying notice.

The Board commends the ordinary resolution set out at item 1 of the accompanying Notice for approval by the members

ITEM NO. 2:

Pursuant to the Share Purchase Agreement dated April 18, 2022, Mr. Nikhil Dhiren Shah (possessing DIN: 00795637) was appointed as an additional director of the Company vide the meeting of the Board on the same date i.e., April 18, 2022. It is now proposed that this appointment be confirmed by the shareholder of the Company as well.

Further, the Company has received consent from Mr. Nikhil Dhiren Shah (possessing DIN: 00795637) in form DIR-2 to act as Director of the Company and intimations in form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164(2) of the Companies Act 2013.

Your Board of Directors are of the view that appointment of Mr. Nikhil Dhiren Shah (possessing DIN: 00795637) as Director of the Company will not only help the Company to grow but will also improve the goodwill of the Company.

Pursuant to Section 152(2) save as otherwise expressly provided in the Act, every director shall be appointed by the company in the general meeting. Accordingly, consent of the members is sought for passing an ordinary resolution as set out in item no. 2 of the Notice.

INNOVATIVE ORGANOCHEM PRIVATE LIMITED
PLOT NO. A-19, A-19 (PART) & C-10/1, MIDC, PHASE-I, DOMBIVLI EAST,
DOMBIVLI THANE 421203
CIN: U24100MH2015PTC261019; EMAIL ID: info@innovativeorganochem.in

None of the directors (other than Mr. Nikhil Dhiren Shah (possessing DIN: 00795637), / key managerial personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item 2 of the accompanying notice.

The Board commends the ordinary resolution set out at item 2 of the accompanying Notice for approval by the members.

ITEM NO. 3:

Pursuant to the Share Purchase Agreement dated April 18, 2022, Mr. Rushabh Madhukar Sheth (possessing DIN: 00250440) was appointed as an additional director of the Company vide the meeting of the Board on the same date i.e., April 18, 2022. It is now proposed that this appointment be confirmed by the shareholder of the Company as well.

Further, the Company has received consent from Mr. Rushabh Madhukar Sheth (possessing DIN: 00250440) in form DIR-2 to act as Director of the Company and intimations in form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164(2) of the Companies Act 2013.

Your Board of Directors are of the view that appointment of Mr. Rushabh Madhukar Sheth (possessing DIN: 00250440) as Director of the Company will not only help the Company to grow but will also improve the goodwill of the Company.

Pursuant to Section 152(2) save as otherwise expressly provided in the Act, every director shall be appointed by the company in the general meeting. Accordingly, consent of the members is sought for passing an ordinary resolution as set out in item no. 3 of the Notice.

None of the directors (other than Mr. Rushabh Madhukar Sheth (possessing DIN: 00250440) / key managerial personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item 3 of the accompanying notice.

The Board commends the ordinary resolution set out at item 3 of the accompanying Notice for approval by the members.

By order of the Board
For Innovative Organochem Private Limited


Shreans Daga
(DIN: 01669132)
Additional Director
Address: Daga House Kothi Bazar
Betul, Madhya Pradesh 460001

Date: April 18, 2022
Place: Thane

INNOVATIVE ORGANOCHEM PRIVATE LIMITED
PLOT NO. A-19, A-19 (PART) & C-10/1, MIDC, PHASE-I, DOMBIVLI EAST,
DOMBIVLI THANE 421203
CIN: U24100MH2015PTC261019; EMAIL ID: info@innovativeorganochem.in



NOTES:

1. A member entitled to attend and vote at the 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. Proxies in order to be effective must be received by the Company not less than 48 hours before the time for holding of the meeting.
2. Members are requested to notify to the Company at the address as mentioned above the changes, if any, in the address in full with the postal area pin code number quoting their folio numbers.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at this meeting is annexed hereto.
4. Relevant documents referred to in the Notice and Explanatory statement are open for inspection at the Registered Office of the Company on all working days, except Sunday between 11.00 a.m. to 6.00 p.m. up to the date of the meeting.