

Rajoo Engineers Limited

Rajoo Avenue
Survey No. 210, Plot No.1
Industrial Area, Veraval (Shapar)
Rajkot - 360 024, India

Phone : +91-97129-62704/52701/32706
Fax : +91-2827-252700
E-mail : rel@rajoo.com
Web : www.rajoo.com

RAJOO[®]

excellence in extrusion

REF: BSE/BM/Outcome/Registered Office/2021-22

21st February, 2022

To,
The Department of Corporate Services,
The Bombay stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400 001.
BSE Scrip Code: 522257

ATTN: - The Department of Corporate Services

SUB: OUTCOME OF BOARD MEETING HELD ON 21ST FEBRUARY, 2022

Dear Sir,

With reference to the above subject and as per the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements), 2015, Outcome of Board Meeting is as under:

1. Approved shifting of the Registered Office of the Company from its present location i.e. at Junagadh Road, Manavadar, Dist. Junagadh -362630 to Rajoo Avenue, Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot - 360024, subject to Members approval.
2. Approved the Notice and date of Extraordinary General Meeting of the Company.

Aforesaid Board Meeting Commenced at 11:30 A.M. and concluded at 12:30 P.M.

You are requested to kindly take the same on record and acknowledge the receipt of the same.

Thanking you,
For, **RAJOO ENGINEERS LIMITED**


(Darshak Thaker)
(Company Secretary & Compliance Officer)
(M.N: F11484)



Encl: Notice of Extraordinary General Meeting.



Regd. Office : Junagadh Road, Manavadar, Dist. Junagadh - 362 630. Gujarat - India.

CIN : L27100GJ1986PLC009212 GSTN : 24AABCR3204M1ZL



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the Extraordinary General Meeting of the members of Rajoo Engineers Limited will be held on Tuesday, 22nd March, 2022 at 11.30 a.m. at Rajoo Avenue, Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot-360 024, Gujarat, India to transact the following transaction:

SPECIAL BUSINESS:

ITEM NO. 1: Shifting of Registered Office of the Company :

To consider and, if thought fit, to pass the following resolution as a Special Resolution :

“RESOLVED THAT pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for shifting the Registered Office of the Company from Junagadh Road, Manavadar, Dist. Junagadh-362 630, Gujarat to Rajoo Avenue, Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot-360024, Gujarat, India.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board which may have been constituted or hereinafter constitute to exercise the powers conferred on the Board by this resolution) be and is hereby authorized to take such steps as may be necessary and generally to do all acts, deeds and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution”.

Place : Veraval (Shapar), Rajkot
Date : 21.02.2022

By the order of the Board of Directors
RAJOO ENGINEERS LIMITED

Rajesh N. Doshi
(DIN: 00026140)
Chairman

NOTES :

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto and forms part of the Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, IS DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF 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 and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.

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, a member would be entitled to inspect the proxies lodged with the company, at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the company.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. The register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the EGM.
6. The Notice of EGM will also be available on the Company's Website www.rajoo.com for download by the Members under the Investor section. Physical copies of the aforesaid documents will also be available at the Registered Office and Corporate Office for inspection during business hours.
7. Members holding shares in the physical mode are requested to notify the immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository participants.
8. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the RTA/Depositories as on **15th March, 2022 (2nd Cut-off)** only shall be entitled to vote at the EGM.
9. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode (if any) are requested to advise any change in their address or bank mandates to the Company.
10. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company.
11. Members who still hold share in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
12. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the company to consolidate their holdings in one folio.

13. Proxy Form, Attendance Slip and the Route Map of the venue of the Meeting are annexed here to.
14. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The foresaid documents will be also available for inspection by members at the Meeting.
15. The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrar and Transfer Agents to record additional details of Members, including their Permanent Account Number details (PAN), e-mail address, etc and the Securities and Exchange Board of India ("SEBI") has also mandated the submission of PAN by every participant in the market. Members holding shares in electronic form are therefore requested to submit their PAN & e-mail address details to their Depository Participants with whom they are maintaining their De-mat accounts. Members holding shares in physical form (if any) are requested to submit their PAN & e-mail address to the Company / RTA.
16. In order to implement the Green Initiatives of the Government, whereby Companies have now been allowed to send/ serve notice(s) / document(s) etc. to their members through electronic mode, your Company hereby requests all its members to register their email ID with the Registrar and Transfer Agent (in case of Physical holding) and with the Depository Participant (in case of Dematerialized holding), if not yet provided, to promote Green Initiative.

17. VOTING THROUGH ELECTRONIC MEANS :

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies Management and Administration) Rules, 2015, and Regulation 44 of Listing Regulations, the Company is pleased to provide Members with a facility to exercise their right to vote at the Extra Ordinary General Meeting (EGM) by electronic means and the business may be transacted through Electronic Voting (e-Voting) Services. The facility for casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by **Central Depository Service Limited (CDSL)** :

INSTRUCTIONS FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting period begins on 19th March, 2022 10.00 a.m. and ends on 21st March, 2022, 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on 15th March, 2022 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user then follow the steps given below :

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. ● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Rajoo Engineers Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(xix) Paras Savjani, Partner of Dodiya Mehta & Co., Practising Chartered Accountant (Membership No. 126601) Rajkot has been appointed as the Scrutiniser to scrutinize the e – Voting Process as well as the voting by way of poll, to be conducted at the EGM, in fair and transparent manner.

Contact Details:

Company:

Registrar & Transfer Agent:

Ahmedabad Office:

Rajoo Engineers Limited

Link Intime India Pvt. Ltd;

5th Floor, 506 to 508, Amarnath Business,
Centre – 1 (ABC-1), Beside Gala Business,
Centre, Nr. St. Xavier's College Corner,
Off C G Road, Navrangpura,
Ahmedabad-380009.

Tel: +91-79-26465179.

E- Voting Agency:

Central Depository Services (India) Limited

Email : helpdesk.evoting@cdslindia.com

Phone: 022-22723333/8588

Scrutinizer:

Mr. Paras Savjani, Partner of Dodiya Mehta & Co.,

Practising Chartered Accountants, Rajkot

Email : paras.savjani@gmail.com

The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would Count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the EGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.rajoo.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") where the shares of the Company are listed.

Place : Veraval (Shapar), Rajkot

Date : 21.02.2022

RAJOO ENGINEERS LIMITED

SD/-

Darshak Thaker

(M.N: F11484)

Company Secretary & Compliance Officer

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS PER SECTION 102 OF THE COMPANIES ACT, 2013 AND /OR REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Following statements sets out all material facts relating to the Special Business mentioned in the Notice item no. 1

ITEM NO. 1

Presently, the Company's Registered Office is located at Junagadh Road, Manavadar, Dist. Junagadh-362 630, and Gujarat. The Board of Directors of your Company at their meeting held on 21st February, 2022 has decided to shift the Registered Office of the Company from Junagadh Road, Manavadar, Dist. Junagadh-362 630, Gujarat to Rajoo Avenue, Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot-360 024, Gujarat to carry on the business of the Company more economically and efficiently and with better operational convenience. Therefore shifting of Registered Office to Rajkot, Gujarat shall facilitate better coordination and interaction with shareholders, FIs, Mutual Funds, Financial Investors and leading to improve investors' relationship.

As per provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, shifting of Registered Office of the Company outside the local limits but within the same State requires approval of the Members by way of Special Resolution through Postal Ballot. Though Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 requires the Company to pass the resolution through Postal Ballot for shifting of registered office outside the local limits of any city, town or village, but as per the Companies (Amendment) Act, 2017, any item of business required to be transacted at a general meeting by a Company which is required to provide the facility to members to vote by electronic means. As the Company has more than 1,000 shareholders in the Company, the Company is providing facility to the members to vote electronically at the Extraordinary General Meeting. Therefore the Board recommends the Resolution as set out in Item No. 1 for approval of the Members as Special Resolution.

None of the Directors, Key Managerial Personnel's or their respective relatives is in any way concerned or interested in the resolution mentioned as Item No. 1 of the Notice.

Place : Veraval (Shapar), Rajkot
Date : 21.02.2022

For and on behalf of Board of Directors
RAJOO ENGINEERS LIMITED

SD/-
Darshak Thaker
(M.N: F11484)
Company Secretary & Compliance Officer

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ATTENDANCE SLIP

RAJOO ENGINEERS LIMITED

(CIN: L27100GJ1986PLC009212)

Registered Office: Junagadh Road, Manavadar - 362630 Dist.: Junagadh. (Gujarat).

Phone: +91-97129-62704/52701/32706 Email: rel@rajoo.com Web: www.rajoo.com

ATTENDANCE SLIP

(To be presented at the entrance)

EXTRA-ORDINARY GENERAL MEETING ON TUESDAY, MARCH 22, 2022 AT 11.30 A.M.

Rajoo Avenue, Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot 360024,
Gujarat India).

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Member _____ Signature _____

Name of the Proxy holder _____ Signature _____

Note:

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
3. Authorized Representatives of Corporate members shall produce proper authorization issued in their favour.

ATTENDANCE SLIP

Form No. MGT 11

RAJOO ENGINEERS LIMITED

Regd. Office : Junagadh Road, Manavadar-362 630. Dist. Junagadh

Plant location : Survey No 210, Plot No 1, Industrial Area, Veraval (Shapar),
Dist. Rajkot-360 024

Phone: +91-97129-62704 / 52701/ 32706, Email : rel@rajoo.com, Web : www.rajoo.com
(CIN: L27100GJ1986PLC009212)

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 the member(s) holding _____ shares of Rajoo Engineers Limited, hereby appoint:

1. Name : _____ Email : _____
Address : _____

Signature : _____ or failing him/her

2. Name : _____ Email : _____
Address : _____

Signature : _____ or failing him/her

3. Name: _____ Email _____
Address : _____

Signature : _____ or failing him/her

as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on the Tuesday, 22nd March, 2022 at 11.30 A.M at Survey No. 210, Plot No.1, Industrial Area, Veraval, (Shapar), Dist. Rajkot-360024, Gujarat and at any adjournment thereof in respect of the following resolutions as are indicated below :

** I wish my above Proxy to vote in the manner as indicated in the box below :

Sr. No.	Resolutions	TICK APPROPRIATELY	
		For	Against
1	Shifting of Registered Office of the Company from "Junagadh Road, Manavadar, Dist. Junagadh - 362630, Gujarat -India" to "Rajoo Avenue 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot-360024, Gujarat - India" pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment there of for the time being in force).		

Signed this.....day of _____ 2022

Signature of shareholder _____ Signature of Proxy-holder _____

Signature of the
proxy holder(s)
Affix Re. 1
Revenue Stamp

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. This is only optional. Please put a 'v' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing proxy does not prevent a member from attending in person if he so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ROUTE MAP TO THE VENUE OF RAJOO ENGINEERS LIMITED

Venue : Rajoo Avenue 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot - 360024.

Date : 22nd March, 2022

Day and Time : Tuesday, 11.30 a.m.

ROUTE MAP TO THE VENUE OF REL



