

RAJNISH WELLNESS LIMITED

Regd. Office: Navjivan Comm. Society, Bldg. No. 3, Office No. 11/23R, Mumbai Central, Mumbai – 400008, Maharashtra, India.

Website: www.rajnishwellness.com, **E-mail:** info@rajnishwellness.com

Tel: 022 23065555

(CIN: L52100MH2015PLC265526)

NOTICE

05th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 05TH ANNUAL GENERAL MEETING OF THE MEMBERS OF RAJNISH WELLNESS LIMITED TO BE HELD AT PLOT NO.24 ABCD, GOVERNMENT INDUSTRIAL ESTATE, NEAR HINDUSTAN NAKA, CHARKOP, KANDIVALI WEST, MUMBAI- 401101 ON 26TH DECEMBER 2020, SATURDAY AT 09:30 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajnishkumar Surendra Prasad Singh (DIN: 07192704), who retires by rotation and being eligible offered himself for re-appointment.
3. To appoint a Director in place of Ms. Shalini Vijendra Mishra (DIN: 07194597), who retires by rotation and being eligible offered himself for re-appointment.
4. Appointment Of M/S. Ashok Choudhary & Associates, Chartered Accountants, as a Statutory Auditors of the Company

To Consider and approve the Re-appointment of M/S. Ashok Choudhary & Associates, Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 and rules, circulars, notifications made/issued there under, including any amendments, modification, variation or re-enactment thereof, the appointment of Ashok Choudhary & Associates, Chartered Accountants, bearing Firm Registration No. 130405W as the Statutory Auditors of the Company, who shall hold the office for a term of One Year, from the conclusion of the Annual General Meeting to be held on 26th December, 2020.

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

By and on behalf Rajnish Wellness Limited

Sd/-

Rajnishkumar Surendra Prasad Singh
(DIN: 07192704)
Managing Director

Place: Mumbai

Date: 04/12/2020

Registered Office:

Navjivan Comm. Society, Bldg. No. 3, Office No. 11/23R,
Mumbai Central, Mumbai – 400008,
Maharashtra, India

NOTES:

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

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
3. The record date for the purpose of determining the eligibility of the Members to attend the 5th Annual General Meeting of the Company is 27th November, 2020.
4. The Company has notified closure of register of members and transfer books from Friday, 18th December, 2020 to Saturday, 26th December, 2020 (both days inclusive).
5. The Securities and Exchange Board of India (“SEBI”) vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of the SEBI Listing Regulations pursuant to which from 1st April, 2019 onwards securities can be transferred only in dematerialised form. However, it is clarified that, members can continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors. Members holding shares in physical form are requested to convert their holding(s) to dematerialised form to eliminate all risks associated with physical shares.
6. The notice of 5th Annual General Meeting of the Company and Annual Report 2019-20, circulated to the members, will be made available on the Company’s website at www.rajnishwellness.com.
7. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith duly filled-in for attending the Annual General Meeting.
8. Members who wish to obtain information of the Company may send their queries at least 10 days before the Annual General Meeting to the Company Secretary at the Registered Office of the Company.
9. Non-Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their Bank Account maintained in India with complete name, branch, account, type, account number and address of the bank with pin code number, if not furnished earlier.

10. Green Initiative – Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. Members may also note that Annual Report for the FY 2019-20 will also be available on the website of the Company at www.rajnishwellness.com
11. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.
12. Annual Report 2019-20 are being sent by permitted mode to all members of the Company. Member may please note that the Annual Report 2019-20 is also available on the Website of the Company viz www.rajnishwellness.com.
13. Shareholders are requested to bring their copy of the Annual Report to the meeting as the practice of handling out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the high cost of paper and printing.

ANNEXURE- I TO NOTICE

Details of the Directors seeking appointment/re-appointment at the forth coming Annual General Meeting:

Annexure of Item No: 02

Name of Director	Rajnishkumar Surendra Prasad Singh
DIN	07192704
Date of Birth	16.08.1985
Date of first Appointment	03.02.2018
Qualification	Graduate
Expertise in specific functional areas and experience	Experience in the field of Manufacturing of Ayurvedic Products, dealing in e-commerce industry and in the field of advertisement
Directorship held in other Companies	NIL
Committee positions held in other Companies	NIL
No. of Equity Shares held in the Company	32,49,755

Annexure of Item No: 03

Name of Director	Shalini Vijendra Mishra
DIN	07194597
Date of Birth	02.03.1994
Date of first Appointment	03.02.2018
Qualification	Graduate
Expertise in specific functional areas and experience	Experience in the area of HR and recruiting
Directorship held in other Companies	NIL
Committee positions held in other Companies	NIL
No. of Equity Shares held in the Company	NIL

ATTENDANCE SLIP
5th ANNUAL GENERAL MEETING TO BE HELD ON 26th DECEMBER, 2020

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

I hereby record my presence at the 5th Annual General Meeting of the Company at PLOT NO.24 ABCD, GOVERNMENT INDUSTRIAL ESTATE, NEAR HINDUSTAN NAKA, CHARKOP, KANDIVALI WEST, MUMBAI- 401101, On 26th DECEMBER, 2020, SATURDAY At 09:30 A.M.

Signature of the Shareholder or Proxy

Email Address:

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

1. Only Member/Proxy holder can attend the Meeting.
2. Member/ Proxy holder should bring his/her copy of Annual Report for reference at the Meeting.

**FORM NO. MGT-11
PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies Management and Administration Rules, 2014]

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

I/We.....being a member / members holding.....shares of RAJNISH WELLNESS LIMITED hereby appoint:

1	Name:	Address:
	Email ID:	Signature:
2	Name:	Address:
	Email ID:	Signature:
3	Name:	Address:
	Email ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Saturday, 26^hDecember, 2020 at **09:30 A.M.** at PIOT NO.24 ABCD, GOVERNMENT INDUSTRIAL ESTATE, NEAR HINDUSTAN NAKA, CHARKOP, KANDIVALI WEST, MUMBAI- 401101 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Description.	No. of shares held	FOR	AGAINST
1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors			

	thereon.			
2	To appoint a Director in place of Mr. Rajnishkumar Surendra Prasad Singh (DIN: 07192704), who retires by rotation and being eligible offered himself for re-appointment.			
3	To appoint a Director in place of Ms. Shalini Vijendra Mishra (DIN: 07194597), who retires by rotation and being eligible offered himself for re-appointment.			
4	Appointment Of M/S. Ashok Choudhary & Associates, Chartered Accountants, as a Statutory Auditors of the Company			

Signed this 26th day of December, 2020

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

Signature of Proxy Holder.....

Notes: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**PAPER – MGT -12
BALLOT PAPER/POLLING PAPER**

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

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

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 5th Annual General Meeting of Company scheduled to be held on Saturday, 26th December, 2020 at **09:30 A.M.** at **PLOT NO.24 ABCD, GOVERNMENT INDUSTRIAL ESTATE, NEAR HINDUSTAN NAKA, CHARKOP, KANDIVALI WEST, MUMBAI- 401101** which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated here in below:

Sr. No	Description.	No. of shares held	FOR	AGAINST
1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.			
2	To appoint a Director in place of Mr. Rajnishkumar Surendra Prasad Singh (DIN: 07192704), who retires by rotation and being eligible offered himself for re-appointment.			

3	To appoint a Director in place of Ms. Shalini Vijendra Mishra (DIN: 07194597), who retires by rotation and being eligible offered himself for re-appointment.			
4	Appointment Of M/S. Ashok Choudhary & Associates, Chartered Accountants, as a Statutory Auditors of the Company			

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

Place:Mumbai

Signed this ____ day of ____ 2020

Signature of Member

With reference to SS-2, for the easy convenience of recipients of notice, Route map to the venue of 5th Annual General Meeting of the Company is as under:

