

# ADILAKSHMI ENTERPRISES LIMITED

(formerly known as KLJ Plastics Limited)

Regd. Office: H. No. 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad- 500029  
Tel: 011-25459706, E-mail: kljplastic@yahoo.com, Website: www.adilakshmi.in  
CIN: L25209TG1978PLC002334

## NOTICE OF 45<sup>th</sup> ANNUAL GENERAL MEETING

NOTICE is hereby given that the 45<sup>th</sup> Annual General Meeting of the members of Adilakshmi Enterprises Limited will be held on Monday 30<sup>th</sup> September, 2024 at 10:00 A.M. at the Registered Office of the Company at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad, Telangana -500029 to transact the following business:

### **ORDINARY BUSINESS:**

#### **Item No. 1- Adoption of Audited Annual Financial Statement**

To receive, consider and adopt the Audited annual Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the reports of the Board of Directors and Auditors thereon and in this regard, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the Audited annual Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted.”

#### **Item No. 2- Re-Appointment of Director**

To appoint Sh. Laxminarayan Sunthwal (DIN: 06940577), who retires by rotation and being eligible offers himself for re-appointment and in this regard, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Sh. Laxminarayan Sunthwal (DIN: 06940577), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

### **SPECIAL BUSINESS:**

#### **Item 3: Appointment of Sh. Suraj Mal Surana (DIN: 00463151) as a Director**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Sh. Suraj Mal Surana (DIN: 00463151), who was appointed as an Additional Director of the Company in the capacity of Non-executive Director, effective from 17<sup>th</sup> January, 2024 by the Board Directors and who holds office upto the date of forthcoming Annual General Meeting of the Company and who is eligible for appointment, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby authorised to do all such acts, deeds, matter and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By order of the Board of Directors

For ADILAKSHMI ENTERPRISES LIMITED



(Divya Bajaj)

Company Secretary

Membership No.: A55440

5<sup>th</sup> September, 2024

New Delhi

## NOTES:

1. A member entitled to attend and vote at the 45<sup>th</sup> Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the 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 hours before the commencement of the Meeting.
2. 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 paid up share capital of the Company carrying voting rights. A member holding more than ten percent of the total paid up 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. A statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the special business to be transacted at the meeting is annexed hereto.
4. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
5. Members are requested to notify immediately changes, if any, in their registered addresses to the Company at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad -500 029.
6. The Notice convening the 45<sup>th</sup> Annual General Meeting has been uploaded on the website of the company at [www.adilakshmi.in](http://www.adilakshmi.in).
7. The Company has not provided the facility of voting through electronic means to its shareholders as per the provisions of Section 108 of the Companies Act, 2013.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 25<sup>th</sup> September, 2024 to Monday 30<sup>th</sup> September, 2024 (both days inclusive), for the purpose of ensuing Annual General Meeting (AGM).
9. Attendance slip, proxy form and the route map, showing directions to reach the meeting venue are annexed to the Notice.
10. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
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. In terms of Section 152 of the Act, Sh. Laxminarayan Sunthwal (DIN: 06940577) Director, retires by rotation at the Meeting and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee of the Board and the Board of Directors of the Company recommend his re-appointment. Details of the Director retiring by rotation, as required to be provided pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (“SS-2”) are provided herein below:

Name	Sh. Laxminarayan Sunthwal
Date of Birth	05/02/1964
Age	60 years
Date of first Appointment on Board	05/08/2014
Qualification	Graduate
Experience (including expertise in specific functional area)/ Brief Resume	42 years of experience in Finance & Marketing
Remuneration last drawn	Nil
No. of Meetings attended during the year	2 (Two)

Relationship with other Directors/Key Managerial Personnel	Nil
Directorships held in other public companies (excluding foreign and section 8 companies)	Nil
Membership/Chairmanship of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee)	Nil
Number of Shares held in the Company	Nil

13. Members / Proxies / Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
14. All 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 Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting.
15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which directors are interested under Section 189 of Companies Act, 2013, will be available for inspection at the Annual General Meeting.
16. Members may also note that SEBI vide its Circular dated 25<sup>th</sup> January, 2022 has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate share certificates; claim form unclaimed suspense account; renewal/exchange of share certificates; endorsement' subdivision/splitting of share certificates; consolidation of share certificates/folios; transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to dematerialise the shares held by them in physical form.
17. The Company's Registrar and Share Transfer Agents (the "RTA") for its share registry is Alankit Assignments Limited, having its registered office at 205-208 Anarkali Complex, Near Jhandewalan Metro Station, New Delhi - 110055.
18. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants (DPs) with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to intimate any change in their address or bank mandates to the Company by sending a request in form ISR-1 at KLJ House, 8A, Shivaji Marg, Najafgarh Road, New Delhi- 110015 or by email to kljplastic@yahoo.com from their registered email id.
19. Members holding shares in electronic mode:
  - (a) are required to submit their Permanent Account Number (PAN) to their DPs with whom they are maintaining their demat accounts.
  - (b) May contact with their respective Depository Participants (DPs) for availing the nomination facility.
20. Members holding shares in physical mode:
  - (a) are required to submit their Permanent Account Number (PAN) and bank account details to the Company/RTA, if not registered with the Company as mandated by SEBI.
  - (b) are advised to make nomination in respect of their shareholding in the company by sending the nomination form (SH-13) to the company.
21. Members who have not registered/updated their e-mail addresses with RTA, if shares are held in physical mode or with their DPs, if shares are held in electronic mode, are requested to do so for receiving all future communications from the Company including Annual Reports, Notices, Circulars electronically.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 3

Sh. Suraj Mal Surana (DIN: 00463151) has been inducted as an Additional Director on the Board effective from 17<sup>th</sup> January, 2024 pursuant to the provisions of Section 161 of the Companies Act, 2013 and he holds office up to the date of ensuing Annual General Meeting of the Company. In the interest of the Company, it shall be expedient that Sh. Suraj Mal Surana be appointed as a director of the Company, in the ensuing Annual General Meeting. Details of Sh. Suraj Mal Surana as required to be provided pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2") are provided herein below:

Name	Sh. Suraj Mal Surana
Date of Birth	14 <sup>th</sup> October, 1948
Age	75 Years
Date of first Appointment on Board	17 <sup>th</sup> January, 2024
Experience (including expertise in specific functional area)/ Brief Resume	Over 30 years of experience in the pharmaceutical industry, construction and Agriculture sector.
Remuneration last drawn	NIL
No. of Meetings attended during the year	2 (Two)
Relationship with other Directors/Key Managerial Personnel	NIL
Directorships held in other companies	7 (Seven) <ul style="list-style-type: none"><li>• KLJ Polymers And Chemicals Limited</li><li>• HA Buildwell Private Limited</li><li>• JAS Leasing and Property Developers Limited</li><li>• Park View Developers Private Limited</li><li>• Tridev Plantations private Limited</li><li>• JAS Forest Developers and Promoters Private Limited</li><li>• Eastern Capulations Private Limited</li></ul>
Membership/Chairmanship of committees of other companies	KLJ Polymers and Chemicals Limited  <u>Membership:</u> 1. Audit Committee 2. Nomination and Remuneration Committee  <u>Chairmanship:</u> Nil
Number of Shares held in the Company	NIL

The Board recommends the ordinary resolution as set out at item no.3 of the notice for approval of the members.

Except Sh. Suraj Mal Surana, none of the Directors and Key Managerial Personnel of the company or their respective relatives is concerned or interested in the resolution mentioned at Item No. 3 of the Notice, except to the extent of their shareholding in the company, if any.

**By order of the Board of Directors**  
**For ADILAKSHMI ENTERPRISES LIMITED**



(Divya Bajaj)  
Company Secretary  
Membership No. A55440

Date: 5<sup>th</sup> September, 2024  
Place: New Delhi

# ADILAKSHMI ENTERPRISES LIMITED

(formerly Known as KLJ PLASTICS LIMITED)

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CIN: L25209TG1978PLC002334

## 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]

45<sup>th</sup> Annual General Meeting – Monday, 30<sup>th</sup> September, 2024 at 10:00 A.M

Name of the member(s):

Registered Address:

E-mail ID:

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

1. Name:.....

Address :.....

E-mail Id :.....

Signature :....., or failing him/her

2. Name: .....

Address :.....

E-mail Id :.....

Signature :....., or failing him/her

3. Name: .....

Address :.....

E-mail Id :.....

Signature :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 45<sup>th</sup> Annual General meeting of the company to be held on Monday, 30<sup>th</sup> September, 2024 at 10:00 a.m at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad-500029 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no.	Description	for	against
<b>ORDINARY BUSINESS</b>			
1.	Adoption of audited annual Financial Statement and the Report of the Board of Directors and Auditors thereon, for the Financial Year ended 31 <sup>st</sup> March, 2024.		
2.	Re-appointment of Sh. Laxminarayan Sunthwal (DIN: 06940577), as a Director, liable to retire by rotation.		
<b>SPECIAL BUSINESS</b>			
3.	Appointment of Sh. Suraj Mal Surana (DIN: 00463151), as a Director of the Company (Ordinary Resolution).		

Signed this..... day of.....2024

Affix  
Revenue  
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note:

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. A Proxy need not be a member of the Company.
3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 45<sup>th</sup> Annual General Meeting.

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## ATTENDANCE SLIP

Registered Folio No. /DP ID No. /Client ID No.

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No. of shares held:

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I certify that I am a member/proxy/authorized representative for the member of the company. I hereby record my presence at the 45<sup>th</sup> Annual general meeting of the company on Monday, 30<sup>th</sup> September, 2024 at 10.00 a.m. at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad- 500029.

.....  
Name of the member/proxy  
(in BLOCK letters)

.....  
Signature of shareholder / Proxy

**NOTE: Please fill the Folio/DP ID-Client ID No. and name and sign the Attendance Slip and hand it over at the Attendance verification Counter at the ENTRANCE OF THE MEETING HALL**

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## Route Map to the Venue of 45<sup>th</sup> Annual General Meeting of Adilakshmi Enterprises Limited

Venue of meeting: 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad, Telangana -500 029

