

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Fourth Extra-Ordinary General Meeting of the members of M/s Ikeda Limited will be held on Friday 24th March, 2023 at 4 p. m. (concluded at 5.30 p.m.) At 102, Ganga Chamber, 6A/1, W.E.A., Karol Bagh, New Delhi-110005 to consider following business:

SPECIAL BUSINESS:
ITEM NO.1- TO CONSIDER AND APPROVE ISSUE OF SWEAT EQUITY SHARES:

To Consider and if thought fit, to pass, with or without modification(s), if any, the following resolution as **Special Resolution**:

"RESOLVED THAT subject to the provisions of section 54 of the Companies Act, 2013 read with Rule 8 of The Companies (Share Capital and Debentures) Rules, 2014 and in accordance with the provisions of Articles of Association of the Company and any other regulatory approval if required, including any statutory modification(s) or re-enactment(s) thereto, and further subject to consent of members and such other approvals, permissions and sanctions as may be necessary from any other statutory authority and such conditions and modifications as may be prescribed or imposed while granting such approvals consent of the Members, be and is hereby accorded for an allotment of 32,43,530 Sweat Equity Shares of the Company having the face value of Rs. 1/- (Rupees One only) each at a premium of Rs. 0.36/- (Thirty Six Paise Only) aggregating to Rs. 44,11,200.80/- (Rupees Fourty Four Lakh Eleven Thousand Two Hundred and Eighty Paise only) each for a consideration other than cash for the value addition in the company by the respective allottees:

Sr. No.	Name of the Proposed Allottees	No. of Shares to be issued
1.	Mr. Yashpal Garg	21,19,914
2.	Mr. Sunil Singh Chauhan	11,23,616
	Total	32,43,530

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted pursuant to this resolution shall rank pari-passu with the existing equity shares of the Company.

RESOLVED FURTHER THAT necessary entries in respect of allotment of aforesaid Sweat Equity Shares be made in the Register of Members.

RESOLVED FURTHER THAT Mr. Manish Kumar Goyal (DIN: 08594881) Director of the Company, be and is hereby authorized to file Return of Allotment of aforesaid shares in E-Form PAS-3 and do all such acts, deeds, matters and things as may be necessary, expedient or desirable in this regard, and to execute and deliver all forms, applications, certificates, deeds, notifications, documents and agreements that may

be required, including filing necessary forms with the Registrar of Companies, NCT of Delhi & Haryana and to do all such acts, deeds and things as may be required to give effect to this Resolution.

RESOLVED FURTHER THAT Mr. Kapoor Chand Garg, a Company Secretary in Whole time Practice, be and is hereby authorized to Pre - Certify the form, if required and to file in the Registrar of Companies.”

**BY ORDER OF THE BOARD OF DIRECTOR
FOR IKEDA LIMITED**



Manish Kumar Goyal
Director

DIN: 08594881

ADDRESS - House No A-12, Gal No 02, Ward No 40, Nagpal Colony,
Ganganagar, Rajasthan-335001.

Date: 09.03.2023

Place: Delhi

NOTES:

1. AN EQUITY SHAREHOLDER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE AN EQUITY SHAREHOLDER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY, IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ENCLOSED.
2. EQUITY SHAREHOLDERS/PROXIES ATTENDING THE MEETING ARE REQUESTED TO BRING THEIR COPY OF EGM NOTICE TO THE MEETING AND ATTENDANCE SLIP DULY SIGNED SO AS TO AVOID INCONVENIENCE.
3. EQUITY SHAREHOLDERS ARE REQUESTED TO INTIMATE THE CHANGE(S), IF ANY OF THE ADDRESSES WITH THE COMPANY AT THE EARLIEST.
4. CORPORATE EQUITY SHAREHOLDER(S) INTENDING TO SEND THEIR AUTHORIZED REPRESENTATIVE ARE REQUESTED TO SEND A DULY CERTIFIED COPY OF THE BOARD RESOLUTION AUTHORIZING THEIR REPRESENTATIVE(S) TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING.
5. SHORTER NOTICE APPROVAL AND BOARD RESOLUTIONS AUTHORIZING REPRESENTATIVES OF CORPORATE SHAREHOLDERS SHOULD BE SENT BEFORE THE MEETING.
6. THE EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND SECTION 68(3) OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING IS ANNEXED HERETO.
7. ALL DOCUMENTS REFERRED TO IN THE ACCOMPANYING NOTICE AND EXPLANATORY STATEMENT ARE OPEN FOR INSPECTION AT THE REGISTERED OFFICE OF THE COMPANY BETWEEN 11:00 HOURS AND 16:00 HOURS ON ANY WORKING DAY PRIOR TO THE DATE OF THE MEETING AND WILL ALSO BE AVAILABLE ON THE DATE OF THE MEETING (EXCEPT SATURDAY AND PUBLIC HOLIDAYS).

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:
ITEM NO. 1:

The Members of the Company are hereby informed that in consideration the benefits derived / to be derived by Value Addition continues to be created by Mr. Yashpal Garg and Mr. Sunil Singh Chauhan, employees of the Company, the Board in its meeting held on 24th March 2023 has decided to issue sweat equity shares to them, The Board of Directors recommend to issue and allotment of 32,43,530 Sweat Equity Shares of the Company having the face value Re 1.(Rupee One) each at a premium of Rs. 0.36(Thirty Six Five Paise Only) aggregating to Rs. 4,411,200.80=(Rupees Fourty Four Lakhs Eleven Thousand Two Hundred and Eighty paise) each for consideration other than cash for the value addition in the company by the r respective allottees:

Sr. No.	Name of the Proposed Allottees	No. of Shares to be issued
1.	Mr. Yashpal Garg	21,19,914
2.	Mr. Sunil Singh Chauhan	11,23,616
	Total	32,43,530

Yours Directors recommend the resolution set out in Item No. 1 for the approval of the Shareholders.

None of the Directors, Key Managerial Personnel and Relatives of the Directors/ Key Managerial Personnel of the Company are interested in the proposed resolutions except as holder of shares in general.

Particulars in respect in terms of Rule 8(2) of Companies (Share Capital and Debentures) Rules 2014:

Sr. No.	Particulars	Relevant Disclosures
A.	The date of Board Meeting at which the proposal	24.03.2023
B.	The reason or justification for the issue	The Sweat Equity Shares are issued for the value addition created by Mr. Yashpal garg and Mr. Sunil Singh Chauhan at Re. 1 per share, at premium of 0.36 Paise.

c.	The class of shares under which sweat equity shares issued	Equity Shares
D.	The total no. of shares to be issued as sweat	32,43,530
E.	The Principal Terms and conditions on which sweat equity shares are to be issued including basis of valuation	1.The Sweat Equity Shares are issued pursuant to value addition created by Mr. Yashpal garg and Mr. Sunil Singh Chauhan. 2. Equity shares to be issued shall rank pari passu with existing shares.
F.	The time period of association of such person with the Company	Since employment in the Company
G.	The name of Directors and employees to whom sweat equity shares to be issued	Mr. Yashpal garg and Mr. Sunil Singh Chauhan.
H.	The price at which sweat equity shares are proposed to be issued	Having the face value at Re. 1 per (Rupee One Only) share, at premium of 0.36 Paisa(Thirty Six Paisa)
I.	The consideration other than cash, if any to be received for the sweat equity	The shares are allotted in lieu of value addition created by them.
J.	The ceiling on managerial remuneration, if any, breached by issuance of such sweat equity and how it is proposed to be dealt with.	NA
K.	Diluted Earnings Per Share pursuant to the issue of sweat equity shares, calculated in accordance with the applicable accounting standards(Based on the financial statement of 31 st March, 2022)	

BY ORDER OF THE BOARD OF DIRECTOR
FOR IKEDA LIMITED

Manish Kumar Goyal

Manish Kumar Goyal
Director

DIN: 08594881

ADDRESS - House No A-12, Gal No 02, Ward No 40, Nagpal Colony,
Ganganagar, Rajasthan-335001.

Date: 09.03.2023



Place: Delhi

1800 833 833 4



**ATTENDANCE SLIP
EXTRA ORDINARY GENERAL MEETING**

CIN: U72900DL2019PLC354599

Name of the Company: IKEDA Limited

Registered Office: 102, Ganga Chamber, 6A/1, W.E.A., Karol Bagh, Central Delhi, Delhi, India - 110005

ATTENDANCE SLIP

Registered Folio/DP ID & Client ID	
Name	
Address of Shareholder	

I/We hereby record my/our presence at the Fourth Extra-Ordinary General Meeting of the members of M/s Ikeda Limited on Friday 24th March, 2023 at 4 p. m. (concluded at 5:30 p.m.) At 102, Ganga Chamber, 6A/1, W.E.A., Karol Bagh, New Delhi-110005.

Signature of Shareholder/Proxy

I record my presence at the Extraordinary General Meeting

(Signature of Member/Proxy)

Name of Proxy in block letters
(If proxy attends instead of the member)



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]

CIN: U72900DL2019PLC354599

Name of the Company: IKEDA Limited

Registered Office: 102, Ganga Chamber, 6A/1, W.E.A., Karol Bagh, Central Delhi, Delhi, India - 110005

Name of the Member(s):

Registered address:

E-mail Id:

Folio No./Client Id & DP. Id:

I/We, being the Member(s) of _____ shares of the above-named Company, hereby appoint

Name:.....

Address:

E-mail Id:

Signature:.....

or failing him

Name:.....

Address:

E-mail Id:

Signature:.....

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Fourth Extra-Ordinary General Meeting of the members of M/s Ikeda Limited on Friday 24th March, 2023 at 4 p. m. (concluded at 5.30 p.m.) At 102, Ganga Chamber, 6a/1, W.E.A., Karol Bagh, New Delhi- 110005 and at any adjournment thereof in respect of such resolutions.

Signed this _____ day of _____ 2023.

Signature of Shareholder(s):

Signature of Proxy holder(s):

Affix Revenue Stamp

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. A proxy need not be a member of the Company.

For the resolutions and Notes, please refer to the Notice of the Extraordinary General Meeting.

Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.

ROUTE MAP TO THE VENUE OF THE EGM

