

Extraordinary General Meeting (EGM)

April 06, 2026

Dear Members/ Directors/Auditors/Debenture Trustees

You are cordially invited to attend the 1st Extraordinary General Meeting (the 'EGM') for the Financial Year 2026-27 of the members of **CASABLANCA INDUSTRIES PRIVATE LIMITED** to be held on Tuesday, April 28, 2026 at 02:30 P.M. through video conferencing or other Audio-Visual Means (OAVM).

Link for participation by way of video conference or other audio-visual measures shall be provided via email before the meeting to members on their e-mail addresses registered with the Company. Members who have not registered their e-mail addresses with the Company can now register the same by submitting a request letter in this respect to the Company.

The Notice of the meeting, containing the business to be transacted, is enclosed.

Thanking You,

For Casablanca Industries Private Limited

Yash Kumar
Company Secretary
ACS:67791

Enclosures:

1. Notice of the EGM

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the 1st Extraordinary General Meeting (EGM) of the members of **CASABLANCA INDUSTRIES PRIVATE LIMITED** will be held on Tuesday, April 28, 2026 at 02:30 P.M. through video conferencing or other Audio-Visual Means (OAVM) to transact the following business:

SPECIAL BUSINESS:

- 1. TO APPROVE SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM NATIONAL CAPITAL TERRITORY OF DELHI TO THE STATE OF GUJARAT AND CONSEQUENTIAL ALTERATION TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

To consider, and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION** with or without modification:

“RESOLVED THAT pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with relevant rules applicable, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Regional Director, Northern Region and such other approvals, permissions and sanctions of appropriate authority(ies), as may be required from time to time, the consent of the Members of the Company be and are hereby accorded to shift the Registered Office of the Company from the National Capital Territory of Delhi to the State of Gujarat.

RESOLVED FURTHER THAT the existing Clause II of the Memorandum of Association of the Company be substituted and replaced by the following Clause:

II. The Registered office of the Company will be situated in the State of Gujarat.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, Mr. Sankha Bhattacharya, Mr. Delfin Gibert Ruigomez, Director of the Company and Mr. Yash Kumar, Company Secretary be and are hereby severally authorized to file Application/Petition before the Regional Director, Northern Region under Section 13 of the Companies Act, 2013 for the confirmation of the said alteration in clause II of the Memorandum of Association, to sign such Application/Petition, Affidavits and/or other documents as may be deemed necessary for the purpose, issue notices, advertisements, appoint Counsels, Practicing Company Secretary, obtain order for shifting of the Registered Office, agree to make and accept such conditions, modifications and alterations stipulated by the Regional Director while granting such approval and take such steps and to do all such acts, deeds and things as they may deem necessary and proper in this matter.”

**By order of the Board of Directors
For Casablanca Industries Private Limited**

Yash Kumar
Company Secretary
ACS:67791

Date: April 06, 2026
Place: Ahmedabad



Works Plot No. SPA - 500 B, Phase-1, RIICO Industrial Area, Bhiwadi -301019, Rajasthan.
Phone No. : +91-1493-242600 Website : www.casablancaindustries.in
Regd. Office : C/o Regus Eversun Business Centre Pvt. Ltd.
5th Floor, Punj Essen House, 17-18, Nehru Place, New Delhi - 110019 (India)
Phone No. 011-61273482, CIN U28113DL 2011 PTC 223576
GSTIN No. 08AAECC4976A1ZR



Notes:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Extra- ordinary General Meeting (“EGM /Meeting”) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed personal presence of the Members at the meeting. The Ministry of Corporate Affairs (MCA) issued Circular No. 14/ 2020 dated April 08, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 22/ 2020 dated June 15, 2020, Circular No. 33/ 2020 dated September 28, 2020, Circular No. 39/ 2020 dated December 31, 2020, Circular No. 10/ 2021 dated June 23, 2021, Circular No. 20/ 2021 dated December 08, 2021, Circular No. 03/ 2022 dated May 05, 2022, Circular No. H/ 2022 dated December 28, 2022, General Circular No. 09/ 2023 dated September 25, 2023 and General Circular No. 9/2024 dated September 19, 2024 (collectively referred to as ‘MCA Circulars’) and other applicable circulars in this regard, issued clarifications / relaxations on holding the EGM through VC / OAVM and other incidental matters in connection with the same from time to time. In terms of the said Circulars, the EGM of the Company will be held on Tuesday, April 28, 2026 at 02:30 P.M. (IST) through VC / OAVM. Hence, Members can attend and participate in the EGM through VC / OAVM only.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) relating to the special businesses to be transacted at the EGM is annexed hereto and forms an integral part of the EGM Notice.
3. The deemed venue for Extraordinary General Meeting (EGM) shall be the Registered office of the Company Situated at C/o Regus Eversun Business Centre Pvt. Ltd. 5th Floor, Punj Essen House,17-18, Nehru, Place, New Delhi, New Delhi, Delhi, India, 110019.
4. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the EGM on its behalf. The said resolution/authorization shall be sent to the Company by email through its registered email address to yash.kumar@casacans.com
6. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
7. The Notice of EGM is being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s).

8. Members may also note that the Notice of EGM will be made available on the Company's website at <https://www.casablancaindustries.in/>
9. 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 and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC.
10. Casablanca Industries Private Limited (“the Company”) shall conduct the EGM through video conferencing by using ‘Microsoft Teams application’ and the Members are requested to follow the below- mentioned instructions for participating in the meeting through ‘Microsoft Teams application’:
 - I. Members may kindly attend the Meeting through video-conferencing mode by clicking on the link given in the email.
 - II. Select ‘Join Microsoft Teams Meeting’ by clicking on the link. Thereafter, a page will be displayed where you can choose to either join on the web or download the desktop app. If you already have the Microsoft Teams app, the meeting will open on the app automatically.
 - III. If you do not have a Teams account, select 'Join as a guest' and enter your name to join the meeting as a guest. If you have a Teams account, select 'Sign in and join'.
11. Directors, who are not able to attend the meeting, may intimate the reason of not attending the meeting.
12. The Chairman may decide to conduct a vote by show of hands, unless demand for poll is made by any member in accordance with Section 109 of the Act.
13. The participant are allowed to pose questions, if any, in advance on yash.kumar@casacans.com

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

Item No. 1

The Registered Office of the Company is presently situated in the National Capital Territory of Delhi. The Board of Directors of the Company at their meeting held on April 03, 2026 has proposed to shift the Registered Office of the Company from the “National Capital Territory (NCT) of Delhi” to the “State of Gujarat”.

The proposed shifting is being undertaken, inter alia, in compliance with the conditions subsequent stipulated under the Debenture Trust Deed dated October 25, 2024, executed in relation to the issue of Non-Convertible Debentures (NCDs), the proposed shifting will enable the Company to carry on its business operations more economically, efficiently and with better administrative and operational convenience.

The Shifting of Registered Office from the “National Capital Territory (NCT) of Delhi” to the “State of Gujarat” will enable the Company to save various administrative charges/expenses. The said shifting of Registered Office will not be prejudicial to the interest of any employees, shareholders, creditors or any other stakeholders.

In accordance with the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, any alteration to the MOA with respect to such shifting of Registered Office requires necessary approval of Shareholders and Central Government now delegated to Regional Director.

A copy of the Memorandum of Association as on date as well as the Amended Memorandum of Association is available for inspection at the Registered Office of the Company on any working day during business hours.

Necessary application will be made to Regional Director, Northern Region, New Delhi as soon as the resolution is passed.

Your Directors recommends the resolution for your approval by way of Special Resolution.

None of the Director(s) and Key Managerial Personnel of the Company or their relatives is concerned or interested in the resolution except to the extent of their shareholding in the company, if any.

**By order of the Board of Directors
For Casablanca Industries Private Limited**

Yash Kumar
Company Secretary
ACS:67791

Date: April 06, 2026
Place: Ahmedabad



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