

NOTICE

NOTICE BE AND IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF **JEKSON VISION PRIVATE LIMITED** WILL BE HELD ON **THURSDAY, 12TH DAY OF SEPTEMBER, 2019 AT 11:30 A.M.** AT PLOT 304, SARKHEJ-BAVLA HIGHWAY, CHANGODAR, AHMEDABAD, -382213, GUJARAT, INDIA TO TRANSACT THE FOLLOWING BUSINESSES:

SPECIAL BUSINESS

Item No. 1:

ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY PURSUANT TO THE COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification/s the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to necessary registrations, approvals, consents, permissions and sanctions, as may be required, from the jurisdictional Registrar of Companies, and any other appropriate authority, if any, the consent of the Company be and is hereby accorded to adopt the new set of Article of Association of the Company as available for public inspection at the Registered Office of the Company, in substitution, and to the entire exclusion of the regulations contained in the existing Article of Association of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

**Certified to be true,
FOR, JEKSON VISION PRIVATE LIMITED**

Sd/-

**RISHAL JITENDRA SHAH
DIRECTOR
DIN: 02083516**

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, with regard to the Special Business is appended.
2. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend and vote instead of himself/herself, such proxy/proxies need not to be a member of the company. A person can act as proxy on behalf of members not exceeding (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. The instrument of Proxy in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution authority, as applicable.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney/Letter of Representation authorizing its representative to attend and vote on their behalf at an Extra Ordinary General Meeting.
4. Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed and signed) to the Meeting.
5. Statutory auditors are exempted from attending the said extra ordinary general meeting.

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

Item No. 1:

ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY PURSUANT TO THE COMPANIES ACT, 2013:

Upon enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same as Articles of Association of the company needs to be re-aliened as per the Provisions of the new Act. The Board of Directors in its meeting held on 31st July, 2019 decided (Subject to the approval of members) to adopt a new set of Articles of Association in place of and to the Exclusion of existing Articles of Association of the Company. The proposed Special Resolution is in the interest of the Company and your Directors recommend the same for your approval.

None of the other Directors, Key Managerial Personnel of the Company or any relatives of such Director or KMPs, are in any way concerned or interested financially or otherwise in the proposed Resolution.

**Certified to be true,
FOR, JEKSON VISION PRIVATE LIMITED**

Sd/-

**RISHAL JITENDRA SHAH
DIRECTOR
DIN: 02083516**