



LAXMI GOLDORNA HOUSE LIMITED

CIN : L36911GJ2010PLC059127

Dated: 10-06-2025

To,
The Manager
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400051

Ref: - (Symbol: LGHL, ISIN INE258Y01016)

Sub.: Notice of Extra Ordinary General Meeting

Dear Sir/Madam,

We hereby inform you that Extra Ordinary General Meeting of the Company will be held on Saturday, 05th July, 2025 at 11:00 am at the Corporate office of the Company situated at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015. Please find enclosed herewith copy of Notice of Extra Ordinary General Meeting of Laxmi Goldorna House Limited.

Notice is also available on the Company website i.e., www.laxmilifestyle.co.in you are requested to take the above on your records.

**Thanking you,
Yours faithfully,
For, Laxmi Goldorna House Limited**

**Mr. Jayeshkumar Chinulal Shah
Managing Director
DIN: 02479665**

Regd. Office:

Laxmi House, Opp Bandharano Khancho, M.G. Haveli Road, Manekchowk, Ahmedabad - 380001, Gujarat.

E: cs@laxmilifestyle.co.in | cs.laxmigroup@gmail.com | laxmigroup56@gmail.com

W: www.laxmilifestyle.co.in | **Ph:** +91 84888 09999 | +91 98980 33044

Corp. Address :

Venus Business Atlantis, Near Prahaladnagar Road, Ahmedabad-380015.



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

Corporate Office: 503 - Venus Business Atlantis,
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,
Ahmadabad City, Gujarat, India, 380015

Contact: 84888 09999; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of Laxmi Goldorna House Limited will be held on Saturday 05th July, 2025 at 11:00 AM at the Corporate office of the Company situated at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 to transact the following business:

Special Business:

Item No. 1. Approval to the Scheme of Amalgamation of Laxmi Infraspace Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders.

To consider and, if thought fit, to pass with or without modifications the following resolution as an Special Resolution:

To consider, and if thought fit, to pass, with or without modification(s), the following resolution, by approval of members holding at least ninety per cent of the total number of shares:

“RESOLVED THAT pursuant to the provisions of Section 233 (1)(b) and other applicable provisions of the Companies Act, 2013 and subject to consent and approval of Regional Director (NWR) and/or the Ahmedabad bench of Hon’ble National Company Law Tribunal and other applicable regulatory / statutory authority(ies) as may be required, approval of the Equity Shareholders be and is hereby accorded to the Scheme of amalgamation of Laxmi Infraspace Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders (“Scheme”) as attached to the Notice of the Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to implement the Scheme of Amalgamation and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Regional Director (NWR) and/or Ahmedabad bench of Hon’ble National Company Law Tribunal and/or any other authority(ies) while sanctioning the Scheme of Amalgamation.

By Order of the Board

Registered Office:

Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk,
Ahmedabad – 380001, Gujarat, India

For Laxmi Goldorna House Limited

sd/-

Mr. Jayeshkumar Chinulal Shah
Managing Director
DIN: 02479665

Date: 07th June 2025

Place: Ahmedabad, Gujarat

Notes to Extra-Ordinary General Meeting

1. Pursuant to the requirement under rule 25(3) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the following documents are annexed hereto:
 - a) Statement referred to in section 230(3) of the Companies Act, 2013 read with rule 6(3) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
 - b) Declaration of solvency by the Board of Directors
 - c) Copy of Scheme of Arrangement
 - d) Copy of suggestions received from the Official Liquidator, Gujarat High Court dated 5th May, 2025 and Office of the Registrar of Companies, Gujarat dated 7th May, 2025 to the Scheme of Amalgamation are annexed hereto.
 - e) Form of proxy and attendance slip is annexed hereto.
2. Copies of the documents mentioned above can be obtained free of charge at the Corporate office of the company from its authorized representative, Mr. Dhaval Parekh.
3. PERSONS ENTITLED TO ATTEND AND VOTE AT THE MEETING, MAY VOTE IN PERSON OR BY PROXY.
4. ALL PROXIES IN THE PRESCRIBED FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE MEETING TO BE VALID.
5. he authorized representative of a body corporate which is a registered equity shareholder of the Company may attend and vote at the meeting, provided a certified true copy of the resolution of the Board of Directors or other governing body of the body corporate authorizing such representative to attend and vote at the meeting is deposited at the Registered Office of the Applicant Company not later than 48 hours before the scheduled time of the commencement of the meeting.
6. As per provision of Section 233(1)(b) of the Companies Act, 2013, resolution will pass only if approval, of shareholder holding at least 90 per cent of shares, is received.
7. A member entitled to attend and vote at the Extra-Ordinary General Meeting is entitled to appoint a proxy to attend and vote instead of himself /herself and such 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 (48) hours before the commencement of Meeting. A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the Company. However, 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 and such person shall not act a proxy for any other or shareholders. A proxy form is attached herewith.

8. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
9. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
10. 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.
11. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
12. Notice of the EGM is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by the permitted mode. Members may note that the Notice will also be available on the Company's website of the Company www.laxmilifestyle.co.in for their download.
13. As per regulation 40 of SEBI Listing Regulations, as amended, securities of Listed Companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to convert their holdings to dematerialized form.
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates nominations, power of attorney, bank details to their Depository Participant's in case the shares are held by them in electronic form and to Kfin Technologies Limited (RTA) in case the shares are held by them in physical form.
15. Route-map of the EGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.
16. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
17. Only registered members of the Company or any proxy appointed by such registered member, as on the cut-off date decide for the purpose, being Friday, 27th June 2025, may attend and vote at the Extra-Ordinary General Meeting as provided under the provisions of the Companies Act.

18. Once the vote on a resolution is cast by the members, the member shall not be allowed to change is subsequently. Further, members who have casted their vote electronically shall not vote by way of poll, if held at the meeting. To provide an opportunity to vote at the meeting to the shareholders, who have not exercised the remote e-voting facility shall be provided polling papers before the commencement of the meeting. Any person who is not a member as on the cut-off date should treat this Notice for information purpose only.

19. Member who has not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Notices, Circulars, etc. from the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 30th June 2025 at 09:00 A.M. and ends on 04th July 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 27th June 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 27th June 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ Access to e-Voting ” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “Register Online for IDeAS Portal” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile

NSDL Mobile App is available on



App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Individual Shareholders holding securities in demat mode with CDSL

- 1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
- 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
- 3) If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is

	12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cshitarthshah@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 4430 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@laxmilifestyle.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@laxmilifestyle.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

20. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date (i.e., the record date), being Friday, 27th June 2025.
21. The Board of Directors has appointed M/s Hitarth S. Shah & Associates, Practicing Company Secretaries, Ahmedabad (Membership No. A50728, CP No. 23616), as a Scrutinizer to scrutinize the e-voting process (including voting through ballot form at the venue of EGM) in a fair and transparent manner.
22. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and will make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the meeting.
23. The Results on resolutions shall be declared at or after the Extra-Ordinary General Meeting of the Company and the resolutions will be deemed to be passed on the Extra-Ordinary General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
24. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.laxmilifestyle.co.in) within two (2) days of passing of the resolutions and communication of the same shall be made to NSE Limited, where the shares of the Company are listed.
25. Redressal of complaints of Investor: The Company has designated an e-mail id: cs@laxmilifestyle.co.in to enable Investors to register their Complaints, if any.

26. Important Communication to Members

As per the provisions of the Companies Act, 2013 the service of notice/documents can be sent by e-mail to its members. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, Members who hold shares in physical form are requested to fill the E-Communication Mandate Form and hand over the same along with

Attendance Slip at the Registration Counter of venue of Extra-Ordinary General Meeting for registration of email address for receiving notice/documents.

Registered Office:

Laxmi House, Opp. Bandharano Khacho,
M.G. Haveli Road, Manek Chowk,
Ahmedabad-380001, Gujarat, India

**By Order of the Board
For Laxmi Goldorna House Limited**

sd/-

**Jayeshkumar Chinulal Shah
Managing Director
DIN: 02479665**

Date: 07th June 2025

Place: Ahmedabad, Gujarat

Route map

Corporate office

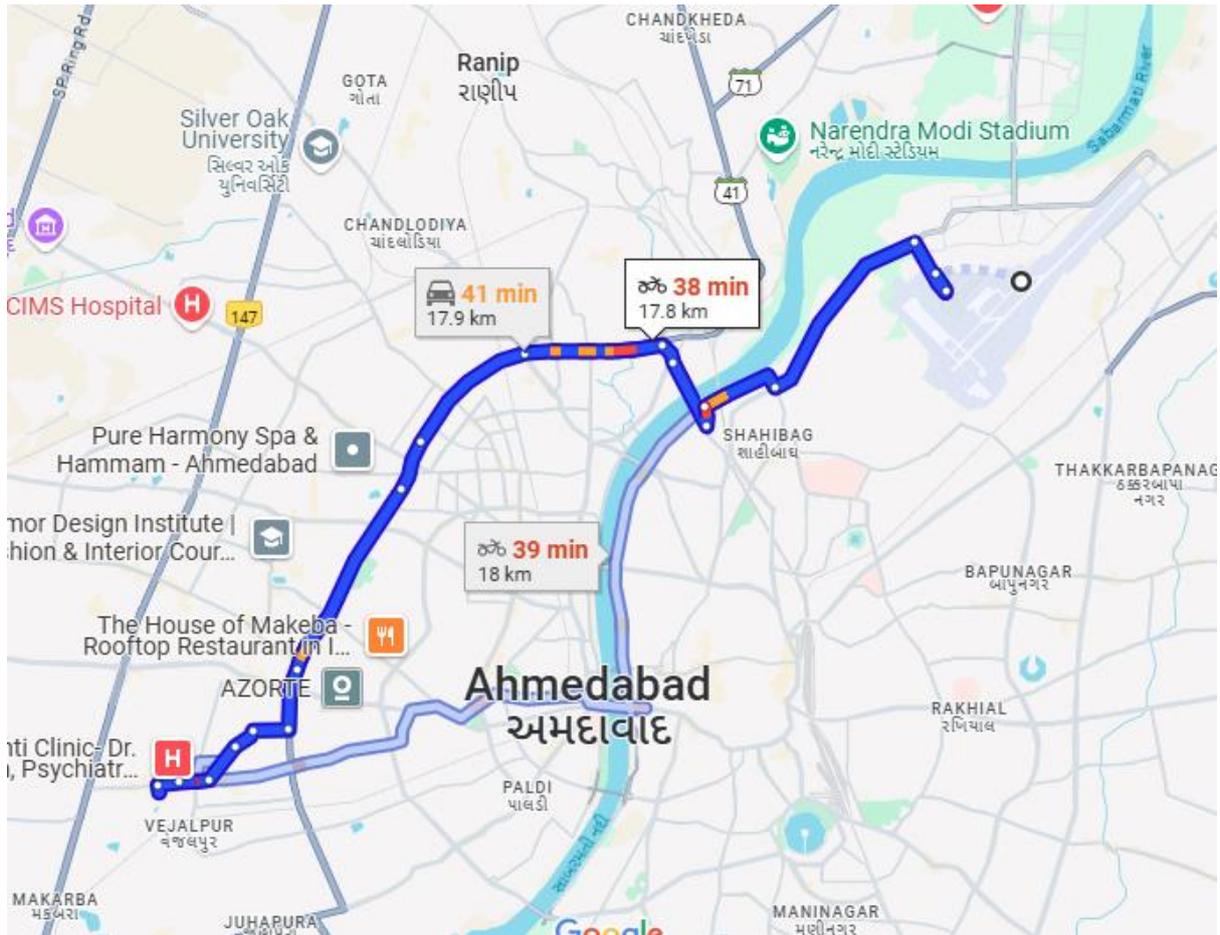
Laxmi Goldorna House Limited

503 - Venus Business Atlantis, Near Prahaladnagar Garden,
Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015

Contact No: 84888 09999

Email: cs@laxmilifestyle.co.in

Website: www.laxmilifestyle.co.in



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

Item No: 1

Approval to the Scheme of Amalgamation of Laxmi Infraspac Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders

STATEMENT PURSUANT TO SECTION 233 READ WITH SUB RULE (3) OF RULE 6 OF COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES, 2016.

- 1. Date, time and venue of the meeting:** - Saturday 05th July, 2025 at 11.00 a.m. at Corporate office of the company situated at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015.
- 2. Details of the Company including: -**

I.	Corporate Identification Number (CIN)	L36911GJ2010PLC059127
II.	Permanent Account Number (PAN)	AABCL7252P
III.	Name of the Company	Laxmi Goldorna House Limited
IV.	Date of Incorporation	07-01-2010
V.	Type of the Company	Listed Public Limited Company
VI.	Registered Office address	Laxmi House, opp. Bandharano Khacho, M G Haveli Road, Manek Chowk, Ahmedabad, Gujarat, India, 380001. Email: cs.laxmigold@gmail.com
VII.	Corporate Office address	503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015

Summary of Main Object as per the Memorandum of Association; and main Business carried on by the Company: -

- (i) To carry on the business of precious items like various gold, silver, platinum, jewellery, ornaments, gems, apparels, fashion-items, wearing items and precious stones
 - (ii) To carry on business of development of real estate, keeping the whole eco-friendly environment, land, buildings, roads, infrastructure projects.
- a) Details of Change of Name, Registered Office and Objects of the Company during the last five years:
There were no such changes during last five years.
 - b) Name of the Stock Exchange(s) where securities of the company are listed, if applicable: -
National Stock Exchange Limited
 - c) Details of the Capital Structure of the company including Authorised, Issued, Subscribed and Paid Up Share Capital:

Particulars	Amount (INR)
Authorised share capital	
4,50,00,000 equity shares of face value of INR 10/- each	45.00,00,000
TOTAL	45.00,00,000
Issued, subscribed and paid-up share capital	
2,08,71,900 fully-paid up equity shares of face value of INR 10/- each	20,87,19,000
TOTAL	20,87,19,000

d) Names of the Promoters and Directors along with their addresses: -

The details of the promoters are as follows:

S. No.	Name of the Promoter	Address	Category	Shares Held	% of Shares Held
1	JAYESHKUMAR CHINULAL SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter	5115800	24.51
2	RUPALBEN JAYESHKUMAR SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter	7241400	34.69
3	JAYESHKUMAR CHINULAL SHAH HUF	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	1619200	7.76
4	VIJAY CHINUBHAI SHAH	19, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	250	Negligible
5	ALPABEN VIJAYKUMAR SHAH	19, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	250	Negligible
6	SONALBEN PARESHKUMAR SHAH	41/305 ANANDNAGAR FLATS, OPP SHELL PETROL PUMP,	Promoter group	250	Negligible
7	DEVILABEN CHINUBHAI SHAH	80, KUMARPAL SOCIETY, SARDARGANJ NI PACHAL, PATAN, GUJARAT - 384265	Promoter group	250	Negligible
8	JINIT JAYESHKUMAR SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	616000	2.95
9	BADAL JAYESHKUMAR SHAH	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	Promoter group	608000	2.91
10	SONA HI SONA JEWELLERS GUJARAT LIMITED	7, MILLENIUM PLAZA, OPP. SWAMINARAYAN MANDIR, MANSI CROSS ROAD, VASTRAPUR, AHMEDABAD, Gujarat, India, 380013	Promoter group	446000	2.14
Total Number of Shares				15647400	74.97

The details of the Directors are as follows:

S. No.	Name of the Director	DIN	Address	Date of Appt	Designation
1	JAYESHKUMAR CHINULAL SHAH	02479665	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	07-01-2010	Managing Director
2	RUPALBEN JAYESHKUMAR SHAH	02479662	20, SHYAMSUNDAR BUNGLOWS, PRAHALADNAGAR, VEHALPUR - 380015	07-01-2010	Whole time Director
3	PREET D KURIYA	09813390	20, NATARAJAN MAIN VEETHI, BALAJI NAGAR, TIRUPPARANKUNDRAM, MADURAI, TAMIL NADU - 625005	05-12-2022	Director
4	SMIT RAKESHBHAI SHAH	10362876	S-22, K P VILLA, SARKHEJ SANAND HIGHWAY, GOKULDHAM, SANATHAL, AHMEDABAD-382210	04-11-2023	Director
5	POOJA SUBHASHBHAI JADIYA	09673710	1858, GOTINI SHERI NEAR VANITA VISHRAM SCHOOL, AHMEDABAD-380001, GUJARAT, INDIA	17-10-2023	Director
6	MEET PARESH SHAH	10373442	U-105, Someshwar Park Part-3, Gulab Tower Road, Ghatlodia, Ahmedabad-380061, Gujarat, India	30-10-2023	Director

- 3. If the Scheme of compromise or arrangement relates to more than one company, the fact and details of any relationship subsisting between such companies who are parties to such scheme of compromise or arrangement, including holding, subsidiary or of associate companies: -**

The Transferor Company is 100 % subsidiary of Transferee Company.

- 4. The Date of the Board Meeting at which the Scheme was approved by the Board of Directors including the name of the directors who voted in favour of the resolution:**

The Scheme was approved by the Board of Directors at their meeting held on 28th day of April, 2025. 6 Directors were present at the meeting and all voted in favour of the Resolution approving the Scheme.

- 5. Explanatory Statement disclosing details of the scheme of compromise or arrangement including:**

- a) Parties involved in such compromise or arrangement:-**

The Scheme envisages following parties:

- i. Laxmi Goldorna House Limited and its members and creditors.
- ii. Laxmi Infraspace Private Limited and its members and creditors.

b) In case of amalgamation or merger, appointed date, effective date, share exchange ratio (if applicable) and other considerations, if any:-

- i. Appointed Date: 01-04-2025
- ii. Effective Date: Scheme shall become effective as per the provisions of section 232(6) of the Companies Act, 2013
- iii. The Exchange Ratio of the Companies:
As the Transferor Company is 100 percent subsidiary of the Transferee Company, no shares will be issued on amalgamation.

c) Summary of valuation report (if applicable) including basis of valuation and fairness opinion of the registered valuer, if any, and the declaration that the valuation report is available for inspection at the registered office of the company:-

As the Transferor Company is 100 percent subsidiary of the Transferee Company, no shares will be issued on amalgamation and no valuation is required to be done.

d) Details of capital or debt restructuring, if any:-

The Scheme does not envisage any Debt restructuring. Further, it also does not involve any capital restructuring except to the extent of shares issued by the Transferee company to the shareholders of transferor companies in the ratio mentioned in para 5 (b)(iii).

e) Rationale for the Compromise or Arrangement

The Scheme envisages the amalgamation of LIPL with LGHL for the following benefits:

1. The merger will lead to greater efficiency in the overall business and achieve integration of the business operations as well as synergy benefits through combined operations of both the entities;
2. The Transferor company is a Wholly owned subsidiary of the Transferee Company. It will lead to simplification of Group structure by eliminating multiple companies;
3. merger will lead to greater efficiency in the overall business and achieve integration of the business operations as well as synergy benefits through combined operations of both the entities;
4. The contemplated merger will lead to economies of scale which in turn will promote cost efficiency by means of reduction in administrative overheads, reduction in multiplicity of legal and regulatory compliances, and help run the business more effectively and economically resulting in better utilization of resources;
5. The proposed amalgamation shall improve the efficiency in cash management, organizational capability from pooling of human capital having skill, talents and vast experience and thereby increase competitiveness in the industry;
6. The proposed amalgamation will create enhanced value for shareholders and allow a focused strategy in operations, which would be in the best interest of all its shareholders, creditors and all other stakeholders.

f) Benefits of the Compromise or Arrangement as perceived by the Board of Directors to the Company

- i. To the Company: As mentioned in para 5(e).
- ii. To the Members: Due to optimum utilization of resources and reduction of overheads, the members will get better return/appreciation.

g) Amount due to Creditors:-

Amount due to creditors as on 31-03-2025 is Rs. 985457496 [including Loan taken from director(s)]

6. Disclosure about the effect of the compromise or arrangement on:

Key Managerial Personnel	There will not be any effect on any KMP
Directors	Nil. Except that all the directors of the transferor companies will cease to be director
Promoters	No Specific effect on promoters.
Non-Promoter Members	Nil.
Depositors	There are no depositors
Creditors	There will not be any impact on Creditors
Debenture Holders	There are no debenture holders
Deposit Trustee and Debenture Trustee	There are no such trustees
Employees of the Company	Nil. Except that all the Employees of the Transferor companies will become Employees of the Transferee Company

7. None of the key managerial personnel or directors has any interest in the scheme except to the extent of their shareholding, if any, in the Transferee Company.
8. There is no investigation or proceedings pending against the Company under the Companies Act, 1956 / Companies Act, 2013.
9. The following documents shall be available for obtaining extract from or for making or obtaining copies of or for inspection by the members and creditors at the registered office of the company during business hours:
 - a) Audited financial statements of the Transferor Company and Transferee Company as on 31st March 2025;
 - b) Copy of Scheme of Arrangement;
 - c) Certificate dated 28th April, 2025 issued by M/s. J S Shah & Co., Chartered Accountants, auditor of the Company to the effect that the accounting treatment, if any, proposed in the Scheme of Arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013. Kindly note that, this certificate is required for both the companies or Certificate may bear name of both the companies.
 - d) Copy of letter dated 7th May, 2025 received from Registrar of Companies, Gujarat and 05th May, 2025 from Official Liquidator, Gujarat High Court, regarding necessary suggestions

10. It is further provided that there are no other contracts or agreements that are material to the proposed Scheme.

11. The Company had served a notice inviting suggestions or objections to the Scheme to the Office of Registrar of Companies, Gujarat and Official Liquidator, Gujarat High Court at Ahmedabad, as required under section 233(1)(a) of the companies Act, 2013. The company has received Letter dated 2nd May, 2025 received from Registrar of Companies and 5th May, 2025 from Official Liquidator, Gujarat, copy of which form part of this notice. No other approvals from regulators or governmental authorities are required at this stage nor any have been received or are pending in respect of the proposed Scheme.

12. The members to whom this notice is being sent may vote in the meeting either in person or by proxy.



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

Corporate Office: 503 - Venus Business Atlantis,
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,
Ahmadabad City, Gujarat, India, 380015

Contact: 84888 09999; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

**Attendance Slip for Extra-Ordinary General Meeting
(To be handed over the Registration Counter)**

Registered Folio/DP ID & Client ID:

No. of Shares:

Name and Address of the Shareholder (s):

Joint Holder (s)

I/We hereby record my/our presence at the Extra-Ordinary General Meeting of the Company at its Office at Laxmi House, Opp. Bandharano Khancho, M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India on Saturday, 05th July 2025 at 11:00 A.M

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy, please bring copy of notice for reference at the meeting.

Signature of the Member/Proxy / Authorised Representative



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

Corporate Office: 503 - Venus Business Atlantis,
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,
Ahmadabad City, Gujarat, India, 380015

Contact: 84888 09999; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

Form No. MGT-12

Pooling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

BALLOT PAPER

ASSENT/ DISSENT FORM FOR VOTING ON EGOM RESOLUTIONS

1.	Name(s) & Registered Address of the sole / first named Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No. [Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Extra-Ordinary General Meeting (EGOM) of the Company scheduled on Saturday, 05th July 2025, by conveying my/ our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	Approval to the Scheme of Amalgamation of Laxmi Infraspace Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders (Special Resolution)		

Place:

Signature of the Member

Date:

Or

Authorised Representative



LAXMI GOLDORNA HOUSE LIMITED

CIN - L36911GJ2010PLC059127

Regd. Office: Laxmi House, Opp. Bandharano Khancho,
M. G. Haveli Road, Manekchowk, Ahmedabad – 380001, Gujarat, India

Corporate Office: 503 - Venus Business Atlantis,
Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad,
Ahmadabad City, Gujarat, India, 380015

Contact: 84888 09999; **Email:** cs@laxmilifestyle.co.in; **Website:** www.laxmilifestyle.co.in

Proxy form

Form No. MGT-11

[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. /DP ID and Client ID:

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

(1) Name: _____ Address: _____

Email Id: _____ Signature: _____

(2) 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 Extra Ordinary General Meeting of the Company, to be held on Saturday, 05th July 2025 at 11:00 AM at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Special Business	
1.	Approval to the Scheme of Amalgamation of Laxmi Infraspac Private Limited with Laxmi Goldorna House Limited and their respective creditors and shareholders

Signed this _____ day of _____, 2025

Signature of Proxy Shareholders

Signature of Shareholder

Notes:

- 1. All proxies in the prescribed form should be deposited at the registered office of the company at 503 - Venus Business Atlantis, Near Prahaladnagar Garden, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015, not later than 48 hours before the meeting to be valid.**
2. The authorized representative of a body corporate which is a registered equity shareholder of the Company may attend and vote at the meeting, provided a certified true copy of the resolution of the Board of Directors or other governing body of the body corporate authorizing such representative to attend and vote at the meeting is deposited at the Registered Office of the Applicant Company not later than 48 hours before the scheduled time of the commencement of the meeting.
3. All alterations made in the Form of Proxy should be initialed