

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the Members of CONSECUTIVE INVESTMENT & TRADING COMPANY LIMITED (CIN L67120WB1982PLC035452) will be held on Tuesday, April 22, 2025 at 03:00 p.m. at the registered office of the company to transact the following business;

### SPECIAL BUSINESS:

**1. TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 66,00,00,000/- UNDER SECTION 13 AND 61 OF THE COMPANIES ACT, 2013:**

To consider and if through fit, to pass with or without modification (s), the following Resolution (s) as an Ordinary Resolution:

**“RESOLVED THAT** in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 66,00,00,000/- (Rupees Sixteen Six Crore Only) divided into 66,00,00,000 (Sixty Six Crore Only) equity shares of Rs. 1/- (Rupees One only) each to Rs. 66,00,00,000 (Rupees Sixty-Six Crores Only) divided into 66,00,00,000 (Sixty Six Crores) equity shares of Rs. 1/- (Rupees One only) each and consequently, the existing Clause V.(a) of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V.(a):

*V. The Authorized Share Capital of the Company is Rs 66,00,00,000 (Rupees Sixty-Six Crores Only) divided into 66,00,00,000 (Sixty Six Crores) equity shares of Rs. 1/- (Rupees One only) each. Any share of the Original or increased capital may from time to time be issued with guarantee or any right of preference share whether in respect of dividend or of repayment of capital or both or any other special privileges or advantages over any shares previously issued or then about to be issued or with deferred or qualified rights as compared with any shares previously issued or subject to any provisions or conditions and with any special right or without any right of voting and generally on such terms as the company may from time to time determine.*

**“RESOLVED FURTHER THAT** the Board of Directors (‘the Board’, which term shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other Officer of the Company.”

**2. APPOINTMENT OF MR. JITENDRAKUMAR CHIMANLAL LEUVA (DIN:10865406) AS DIRECTOR AND MANAGING DIRECTOR OF THE COMPANY W.E.F 19<sup>th</sup> FEBRUARY 2025:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and applicable provisions of the Article Association of the Company and as per the recommendation of the Nomination & Remuneration Committee of the Board of Directors of the Company, the approval of members of the Company, be and is hereby accorded to appoint Mr. Jitendrakumar Chimanlal Leuva (DIN:10865406) as a

director of the Company with effect from 19th February 2025.”

AND RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read together with Schedule V and the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (hereinafter referred to as the “Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), including any statutory modification(s) or amendment(s) thereof for the time being in force, and on the basis of recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for appointment of Mr. Jitendrakumar Chimanlal Leuva (DIN:10865406) as the Managing Director of the Company for a period of Five (Five) years effective from February 19, 2025 to January 31, 2030, on such terms and conditions on remuneration as set out in the explanatory statement to this notice.

“RESOLVED FURTHER THAT the remuneration payable to Mr. Jitendrakumar Chimanlal Leuva (DIN:10865406) as the Managing Director of the Company, shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 and Schedule V of the Companies Act, 2013 or such other limits as may be prescribed from time to time

“RESOLVED FURTHER THAT in the event of the Company not earning any profits or earns inadequate profits in any financial year, as contemplated under the provisions of Section 197 read with Schedule V to the Companies Act, 2013, during the tenure of the Managing Director, the Company may pay to the Managing Director, the above remuneration, excluding commission amount payable on profits earned, as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any

“AND RESOLVED FURTHER THAT the Board of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the aforesaid resolution.”

## **2. REGULARIZATION OF ADDITIONAL EXECUTIVE DIRECTOR, MR. VIMAL KOLI [DIN : 10364390] AS AN EXECUTIVE DIRECTOR OF THE COMPANY ;**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT Pursuant to the provisions of Section 149,152,160 and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force ), Article of Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, regulations ,notifications and Circulars of Reserve Bank of India and other applicable Laws, Mr. Vimal Koli [DIN: 10364390] who was appointed as an Additional Director of the Company with effect from 20th January, 2025 by the Board of Directors pursuant to section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Executive Director of the Company liable to retire by rotation.

“AND RESOLVED FURTHER THAT the Board of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as may be considered necessary, usual or

expedient to give effect to the aforesaid resolution.”

**3. REGULARIZATION OF ADDITIONAL INDEPENDENT DIRECTOR, MRS. PROMILA SHARMA [DIN : 09735554] AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

**To consider and if through fit, to pass with or without modification (s), the following Resolution (s) as an Ordinary Resolution:**

“RESOLVED THAT Pursuant to the provisions of Section 149,152,160 and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force ), Article of Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, regulations ,notifications and Circulars of Reserve Bank of India and other applicable Laws, Mrs. Promila Sharma [DIN: 09735554] who was appointed as an Additional Director of the Company with effect from 13th March, 2025 by the Board of Directors pursuant to section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from 13th March, 2025 to 12th March,2029.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Date:** 18<sup>th</sup> March, 2025

**By the order of the Board of Directors**

**Registered Office:**

23, Ganesh Chandra Avenue, 3<sup>rd</sup> Floor  
Kolkata-700013

**SD/-**

**Jitendrakumar C Leuva**  
Managing Director  
**DIN: 10865406**

**NOTES:**

1. The relevant Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Special Business set out in item No. 1 is annexed hereto.
2. Additional information, pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (ICSI), at this General Meeting ('Meeting' or 'EOGM') is furnished as an annexure to the Notice.
3. A member entitled to attend and vote at the Extra-ordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote 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. 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 share capital of the Company carrying voting rights. 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 as a proxy for any other person or shareholder.
4. Corporate members intended to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members/Proxy holders are requested to bring their copy of Attendance slip sent herewith duly filled-in for attending the Extra-ordinary General Meeting.
6. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent M/s. Maheshwar Datamatics Private Limited. The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.
7. The Company has appointed M/s Dharti Patel & Associates, Company Secretary having a Membership No. F12801 and COP No. 19303 as a Scrutinizer for the Conduction the E Voting and Voting through Postal Ballot at the time of EGM to transact the Resolution. The Voting Result will be declared by the Company within 48 hours of Conclusion of EGM.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
9. Members intending to seek explanation /clarification about the Accounts at the Extra-ordinary General Meeting are requested to inform the Company at least a week in advance of their intention to do so, so that relevant information may be made available, if the Chairman permits such information to be furnished.
10. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail.

## THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 19/04/2025 at 09:00 AM and ends on 21/04/2025 at 05:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 15/04/2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
- (iv) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- (v) In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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</p>

	NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**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. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(vii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID

- i. For CDSL: 16 digits beneficiary ID,
- ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant CONSECUTIVE INVESTMENTS AND TRADING COMPANY LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



- (xiv) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xix) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; kansalfiberltd@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**Date:** 18<sup>th</sup> March, 2025

**Registered Office:**

23, Ganesh Chandra Avenue, 3<sup>rd</sup> Floor  
Kolkata-700013

**By the order of the Board of Directors**

**SD/-**

**Jitendrakumar C Leuva**  
**Managing Director**  
**DIN: 10865406**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT") AND CHAPTER V OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 ("SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018"), AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Notice dated March 13, 2025.

**SPECIAL BUSINESS:**

**ITEM No. 1**

**TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 66,00,00,000/- UNDER SECTION 13, 61 & 64 OF THE COMPANIES ACT, 2013:**

The present Authorized Share Capital of the Company is Rs. 16,50,00,000 (Rupees Sixteen Crore and Fifty Lakhs Only) comprising of 16,50,00,000 (Sixteen Crore and Fifty Lakhs Only) equity shares of Rs. 1/- (Rupees One Only). Considering the increased fund requirements of the Company and above stated plan in item No. 1, the Board at its Meeting held on 13th March, 2025, had accorded its approval for increase in Authorized Share Capital from Rs. 16,50,00,000 (Rupees Sixteen Crores Fifty Lakhs Only) to Rs. 66,00,00,000 (Sixty Six Crores Only) divided into 66,00,00,000 (Sixty Six Crore) equity shares of Rs. 1/- (Rupees One Only) each, subject to approval of shareholders.

It is therefore proposed to increase the Authorized Share Capital of the Company from Rs. 16,50,00,000 (Rupees Sixteen Crores Fifty Lakhs Only) to Rs. 66,00,00,000 (Rupees Sixty Six Crore Only) divided into 66,00,00,000 (Sixty Six Crore) equity shares of Rs. 1/- (Rupees One Only) each ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, **Clause V. (a)** of the Memorandum of Association would also require alteration so as to reflect the changed Authorized Share Capital. The proposal for increase in Authorized Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Special Resolution.

## **ITEM No. 2**

### **REGULARIZATION OF ADDITIONAL EXECUTIVE DIRECTOR, MR. VIMAL KOLI [DIN : 10364390] AS AN EXECUTIVE DIRECTOR OF THE COMPANY ;**

The appointment of Mr. Jitendrakumar Chimanlal Leuva (DIN: 10865406) as a Director cum Managing Director of the Company. The Nomination and Remuneration committee of the Company recommended the appointment of Mr. Jitendrakumar Chimanlal Leuva (DIN: 10865406) as Director and Managing Director of the Company with Effect from 19<sup>th</sup> February, 2025.

The Nomination and Remuneration Committee, in its meeting held on 26th December 2023, recommended and the Board of Directors, in its meeting held on 26th December 2023, approved the appointment of Mr. Jitendrakumar Chimanlal Leuva (DIN: 10865406) as Director cum Managing Director of the Company.

The Term and conditions of Appointment of Mr. Jitendrakumar Chimanlal Leuva (DIN: 10865406) as Director cum Managing Director:

Particulars	
Name	Mr. Jitendrakumar Chimanlal Leuva
DIN	10865406
Date of Appointment	19 <sup>th</sup> February, 2025
As MD	Managing Director (KMP)
Tenure	5 Years
Salary	Rs. 50,000 – Rs 75,000- Rs. 100,000 per month
HRA	50 % of Basic
Other Perquisite & Benefits	As per the Company's policy (Not More than the Basic Salary)

## **ITEM No. 3**

### **REGULARIZATION OF ADDITIONAL INDEPENDENT DIRECTOR, MRS. PROMILA SHARMA [DIN : 09735554] AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

MRS. PROMILA SHARMA [DIN: 09735554] was appointed as an Additional Non-Executive Director with effect from 13th March, 2025, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the

Companies Act, 2013, the above director holds office up to the date of ensuring General Meeting of the Company. The Board is of the view that the appointment of MRS. PROMILA SHARMA [DIN: 09735554] on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except MRS. PROMILA SHARMA [DIN: 09735554] himself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 1 be passed as an Ordinary Resolution.

**Date:** 18<sup>th</sup> March, 2025

**By the order of the Board of Directors**

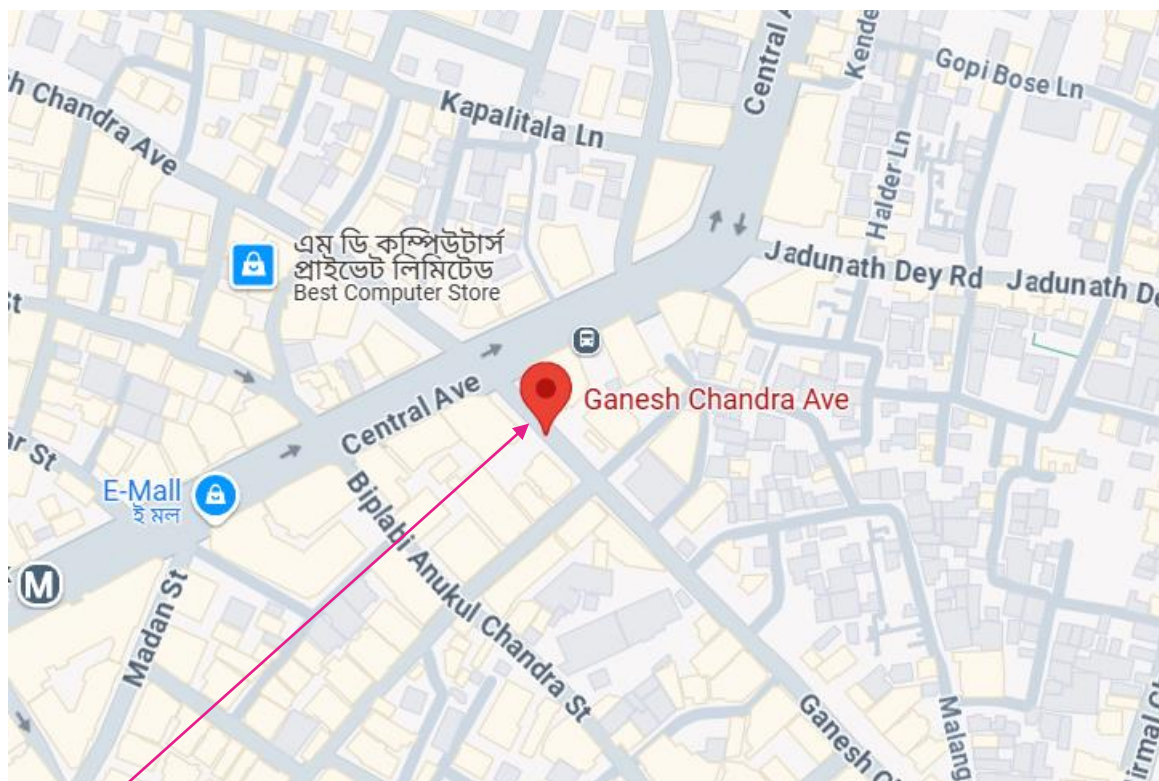
**Registered Office:**

23, Ganesh Chandra Avenue, 3<sup>rd</sup> Floor  
Kolkata-700013

**SD/-**

**Jitendrakumar C Leuva**  
**Managing Director**  
**DIN: 10865406**

## **ROUTE MAP TO VENUE OF EGM**



### **Consecutive Investments and Trading Company Limited**

23, Ganesh Chandra Avenue,  
3<sup>rd</sup> Floor, Kolkata – 700 013,  
West Bengal



**FORM 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]**

<b>Name of Member(s)</b>	
<b>Registered Address</b>	
<b>E-mail id</b>	
<b>Folio No.</b>	
<b>DP Id</b>	
<b>Client Id</b>	

I / We, being the Member(s) holding \_\_\_\_\_ shares of Consecutive Investments and Trading Company Limited, hereby appoint:

1.Name

Address

Email Id

Signature \_\_\_\_\_ or failing him / her,

2.Name

Address

Email Id

Signature \_\_\_\_\_ or failing him / her,

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 22<sup>nd</sup> April, 2025 at 03.00 P.M (IST) at the Registered Office: 23, Ganesh Chandra Avenue, 3<sup>rd</sup> Floor, Kolkata – 700 013 and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

**Special business:**

1. To consider and approve the increase in authorized share capital of the company up to Rs. 66,00,00,000/- under section 13, 61 & 64 of the companies act, 2013
2. Regularization Of Additional Executive Director, Mr. Vimal Koli [Din : 10364390] as an Executive Director of the Company.
3. Regularization Of Additional Independent Director, Mrs. Promila Sharma [Din :09735554] As an Independent Director Of The Company

Affix Re. 1  
Revenue  
Stamp

Signed this \_\_\_\_ day of \_\_\_\_\_ 2025 Signature of Shareholder:

Signature of Proxy holder(s):

Note: 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.

**MGT-12****ATTENDANCE FORM/ BALLOT FORM**

**(TO BE USED BY SHAREHOLDERS PERSONALLY PRESENT/THROUGH PROXY AT THE MEETING AND HAVE NOT OPTED FOR E-VOTING)**

Name & Registered Address :  
 of the Sole / First Named :  
 Member :  
 Name of the joint holders :  
 Registered Folio No / :  
 DP ID No. / Client ID No :  
 Number of Shares 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 of Consecutive Investments and Trading Company Limited on 22<sup>nd</sup> April, 2025 at 03.00 P.M (IST) by conveying my / our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

Sr. No.	Resolutions	No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
<b>Special Business</b>				
1.	To consider and approve the increase in authorized share capital of the company up to Rs. 66,00,00,000/- under section 13, 61 & 64 of the companies act, 2013			
2.	Regularization Of Additional Executive Director, Mr. Vimal Koli [Din : 10364390] As an Executive Director Of The Company.			
3.	Regularization Of Additional Independent Director, Mrs. Promila Sharma [Din :09735554]As An Independent Director of The Company			

Place:

Date:

..... (Signature of the Shareholder/Proxy)

Note:

This Form is to be used for exercising attendance/ voting at the time of Extra-ordinary General Meeting of Consecutive Investments and Trading Company Limited to be held on 22<sup>nd</sup> April, 2025 by shareholders/proxy. Duly filled in and signed ballot form should be dropped in the Ballot box kept at the venue of EGM.