

## **DAZZEL CONFINDIVE LIMITED**

**Registered Office :-** SBG-4, BEHIND AIR INDIA, NEHRU PALACE, LAL KOTHI, TONK ROAD, JAIPUR, RAJASTHAN - 302015

**CIN:-** L74210RJ1992PLC007010

**WEBSITE:-** [www.dazzleconfindive.com](http://www.dazzleconfindive.com)

**E-MAIL ID: -** [dazzelconfindivelimited@gmail.com](mailto:dazzelconfindivelimited@gmail.com) **Phone Number :-** 9829187021

### **NOTICE OF 26<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that 26<sup>th</sup> Annual General Meeting of the members of **DAZZEL CONFINDIVE LIMITED** will be held at the Registered office of the Company at **SBG-4, Behind Air India, Nehru Palace, Lal Kothi, Tonk Road, Jaipur - 302015**, on Saturday, 29<sup>th</sup> September, 2018 at **09:00 a.m.** to transact the following business:

#### **ORDINARY BUSINESS**

- 1. Item No. 1:** To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2018 and the Profit and Loss Account for the year ended on that date and Reports of Auditors and Directors thereon.
- 2. Item No. 2:** To appoint a Director in place of **Mr. Atul Vijayvargiya (DIN: 06682581)**, who retires by rotation and being eligible offers herself for re-appointment.

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

**“RESOLVED THAT Mr. Atul Vijayvargiya (DIN: 06682581)**, Director of the Company, who retires by rotation and being eligible has offered herself for re- appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

#### **3. Item No.3: Re -appointment of Auditors**

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, **M/s NAHAR V & COMPANY, Chartered Accountants (FIRM REG. NO. 010443C)**, be re-appointed as statutory auditors of the Company to hold office from the conclusion of the 26<sup>th</sup> Annual General Meeting (AGM) until the conclusion of the 31<sup>st</sup> AGM, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.”

**SPECIAL BUSINESS-**

**1. Item No. 4: Regularization of Additional Director, Mr. Prakash Premchand bhaishdh**

**“RESOLVED THAT** pursuant to Sections 160 & 161 of the Companies act, 2013 and any other applicable provisions if any , **Mr. Prakash Premchand bhaishdh**, who was appointed as an Additional Director on February 07, 2018 be and is hereby appointed as a Director of the Company who is liable to retire by rotation.

**RESOLVED FURTHER THAT** any one of the Directors of the Company be and are hereby jointly and severally authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

**PLACE: Jaipur**

**DATE: 31/08/2018**

By order of the Board  
**For DAZZEL CONFINDIVE LIMITED**  
Sd/-  
**SHEETAL AGRAWAL**  
**DIN: (00456785)**  
**DIRECTOR**

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

**Item No. 4:**

The Board at its meeting held on February 07, 2018, appointed **Mr. Prakash Premchand bhaishdh** as additional director respectively with effect from such Board meeting dates pursuant to Section 161 of the Companies Act, 2013. Hence, she will hold office up to the date of the ensuing Annual General Meeting. The Company has received consent in writing to act as director in Form DIR 2 and intimation in Form DIR8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that she is not disqualified under sub- section (2) of section 164 of the Companies Act, 2013. The Board considers that her association would be of immense benefit to the Company and it is desirable to avail her services as a Director. Accordingly, the Board recommends the resolution No. 4, in relation to appointment of **Mr. Prakash Premchand bhaishdh** as Director, respectively, for the approval by the shareholders of the Company.

Information required to be furnished under Reg. 36 of SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director /Reappointment/ratifications:

<b>Name of Director</b>	<b>Mr. Prakash Premchand bhaishdh</b>
<b>Date of Birth</b>	02/11/1964
<b>Date of Appointment</b>	07/02/2018
<b>Qualification</b>	Graduate
<b>Expertise in Specific Functional Area</b>	Garment Sector
<b>Executive &amp; Non-Executive Director</b>	Non-Executive Director
<b>Promoter Group</b>	No
<b>Independent Director</b>	No
<b>Other Directorship</b>	No

**PLACE: Jaipur**

**DATE: 31/08/2018**

By order of the Board  
**For DAZZEL CONFINDIVE LIMITED**  
Sd/-  
**SHEETAL AGRAWAL**  
**DIN: (00456785)**  
**DIRECTOR**

## NOTES:

**1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS A PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.**

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

3. Instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.

4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

5. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

7. The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

8. Pursuant to Reg. 42 of SEBI (LODR) Regulations, 2015 read with section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books will remain closed from **Saturday 22<sup>nd</sup> September, 2018 to Saturday 29<sup>th</sup> September, 2018 (Both days inclusive)** for the purpose of AGM.

9. Members are requested to notify any correction /change in their name /address including Pin Code number immediately to the Companies Register/ Depository Participant .In the event of non – availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.

10. Members are requested to kindly mention their Folio Number/ Client ID Number (in case of demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.

11. With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2017-18 is being sent through electronic mode only to the members whose email addresses are registered with the Company /Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2017-18 are being sent by the permitted mode.

12. Explanatory Statement: Explanatory Statement as required under section 102 (1) of the Companies Act, 2013, relating to the special businesses to be transacted at the meeting is annexed hereto.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of the 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 their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

14. All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the AGM.

15. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.

16. As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs.

Information required to be furnished under Reg. 36 of SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director /Reappointment/ratifications:

<b>Name of Director</b>	<b>Mr. Prakash Premchand bhaishdh</b>
<b>Date of Birth</b>	02/11/1964
<b>Date of Appointment</b>	07/02/2018
<b>Qualification</b>	Graduate
<b>Expertise in Specific Functional Area</b>	Garment Sector
<b>Executive &amp; Non-Executive Director</b>	Non-Executive Director
<b>Promoter Group</b>	No
<b>Independent Director</b>	No
<b>Other Directorship</b>	No

**PLACE: Jaipur**

**DATE: 31/08/2018**

By order of the Board  
**For DAZZEL CONFINDIVE LIMITED**  
Sd/-  
**SHEETAL AGRAWAL**  
**DIN: (00456785)**  
**DIRECTOR**

# **DAZZEL CONFINDIVE LTD.**

Registered Office: SBG-4, OFF.NO. 10, B/H AIR INDIA, NEHRU PALACE, LAL KOTHI, TONK ROAD, JAIPUR(RAJ.)-302015

## **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]

Name of the member:

Registered address:

Email ID

No of Shares held

Folio No./Client ID:

DP. ID:

I/We, being the member(s) of .....shares of the above named company, hereby appoint

1. Name: .....  
Address:.....  
E-mail Id: .....  
Signature: .....
2. Name: .....  
Address:.....  
E-mail Id: .....  
Signature: .....
3. Name: .....  
Address:.....  
E-mail Id: .....  
Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Saturday, September 29, 2018 at 09.00 a.m. at the Registered Office of the Company and at any adjournment thereof in respect of such Resolutions as are set out in the notice.

Signed this        day of        2018.

Signature of shareholder(s)

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

***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.***

## **DAZZEL CONFINDIVE LTD.**

Registered Office: SBG-4, OFF.NO. 10, B/H AIR INDIA, NEHRU PALACE, LAL KOTHI, TONK ROAD, JAIPUR(RAJ.)-302015

### **Form No MGT - 12 POLLING PAPER**

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

**Sr. No.:**

1. Name and Registered address of the Sole/First Named Shareholder:
2. Name of Joint Holders If any (in block letters):
3. Folio No./DP ID no\*/Client ID No. :
4. Number of shares held:

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:

Description	No. of shares	I/ We assent to	I/ We dissent to the
Item No. 1 of the Notice			
Item No. 2 of the Notice			
Item No. 3 of the Notice			
Item No. 4 of the Notice			

Place:

Date:

\_\_\_\_\_  
Signature of the Shareholder

# DAZZEL CONFINDIVE LTD.

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Registered Office: SBG-4, OFF.NO. 10, B/H AIR INDIA, NEHRU PALACE, LAL KOTHI, TONK ROAD, JAIPUR(RAJ.)-302015

## Attendance Slip

Name:

No of Shares:

Folio No./DP/Client ID:

I hereby record my presence at the Annual General Meeting of the Company on Saturday, the September 29, 2018 at the Regd. Office at 09.00 a.m.

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(Proxy's full name in block capitals)

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Member's/Proxy's Signature



# DAZZELCONFINDIVELIMITED

**RegisteredOffice:-**SBG-4,BEHINDAIRINDIA,NEHRUPALACE,LALKOTHI,TONKROAD,JAIPUR,RAJASTHAN -302015**CIN:-**

L74210RJ1992PLC007010**WEBSITE:-**[www.dazzleconfindive.com](http://www.dazzleconfindive.com)**E-MAILID:-**[dazzelconfindivlimited@gmail.com](mailto:dazzelconfindivlimited@gmail.com)

**PhoneNumber:-**9829187021

## ROADMAP

**SBG-4. BEHINDAIRINDIA.NEHRUPALACE.LALKOTHI.TONKROAD.JAIPURRAJASTHAN.**  
**302015**

