



# CLARA INDUSTRIES LTD.

CIN:- L25209UP2021PLC151537

Regd. Office :- 127/1, Gram Simbhalka JunardarPargana, Tehsil and Dist. Saharanpur.

Pincode :- 247001 Uttar Pradesh, India

Phone :- +91 8171884399, Email :- [info@clara.co.in](mailto:info@clara.co.in) Website :- [www.clara.co.in](http://www.clara.co.in)

**BSE Limited**

**Ref: Scrip Code – 543435**

**Sub: Notice of Extra-Ordinary General Meeting of the members of the Company.**

**For Clara Industries Limited**

**Parry Kukreja  
Managing Director  
DIN: 06649401**

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY CLARA INDUSTRIES LIMITED FOR THE FINANCIAL YEAR 2023-24 WILL BE HELD ON TUESDAY, FEBRUARY 06, 2024 AT 3:00 P.M. AT THE REGISTERED OFFICE ADDRESS OF THE COMPANY AT 127/1 GRAM SIMBHALKA JUNARDAR PARAGNA, TESHIL AND DISTRICT SAHARANPUR-247001, UTTAR PRADESH, INDIA TO TRANSACT THE FOLLOWING BUSINESSES:**

*Special Businesses:*

**1. To Approve Alteration of Memorandum of Association of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, (the "Act") (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with the Rules made thereunder, as may be amended from time to time the consent of the Shareholders of the Company be and is hereby accorded to alter the object clause of the Memorandum of Association of Company as follows:

**ADDITION IN CLAUSE III [a] 1. OF THE MEMORANDUM OF ASSOCIATION**

Addition of new word ‘manufacturing of Paper and all type of food packaging products and manufacturing of Machines and assembling of machines parts’ to the Existing Clause III (a) 1. of the Memorandum of Association of the Company as follows:

*To provide manufacturing of Paper and all type of food packaging products and manufacturing of Machines and assembling of machines parts, manufacturing of LDPE, HDPE, PP, BOPP, ADHESIVE TAPES and its related products & activities also to carry on the business of Manufacturers and traders of Plastic bags, Industrial packaging SELF ADHESIVE TAPES. PRINTING AND PLAIN MULTI-LAYERED FLEXIBLE PACKAGING. MANUFACTURER OF PP PLASTIC MATS, TWINE AND ROPES. To carry on business of importers, exporters, manufacturers, agents and representatives and dealers in all kinds of plastic raw materials and products. To carry on the business of Manufacturers, Fabricators, Processors, Stockiest, Importers, Exporters, Distributors, Molders, Agents, Contractors, Whole-sellers, Retailers, Dealers and Stores of Plastic, PVC, Synthetic raw materials and such other powder of all description and its products including Polystyrene, Nylon, Bakelite, Cellulose, Acetate High Impact Polystyrene, Polyvinyl Chloride Compound, Urea-formaldehyde, Urea, Carbon black Polypropylene Polystyrene, Acrylonitrile (SAN), Poly carbonate (PC) Polyethylene fabrics, Plasticizers, Polymers, resin and articles of all description for industrial, Commercial, Agricultural and domestic purposes of composition of synthetics, plastic P.V.C and*



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other such raw-materials and its products. To carry on business of plastic recycling and as dealers in plastic raw materials, resins, goods and articles connected with the plastic manufacturing industry.

## 2. TO APPROVE RELATED PARTY TRANSACTION WITH CLARA PACKING SOLUTIONS LIMITED HAVING COMMON DIRECTORS:

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**3. To approve Joint Venture Agreements for paper and paper packaging business enterprises:**

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

*For and on behalf of the Board of*  
**Clara Industries Limited**

Sd-

**Parry Kukreja**  
**Managing Director**  
**DIN: 06649401**

**Place: Saharanpur**  
**Date: January 15, 2024**



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## NOTES:

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**ANNEXURE TO NOTICE**

**EXPLANATORY STATEMENT AS REQUIRED U/S 102 OF THE COMPANIES 2013:**

**Item No. 1:**

In order to take advantage of the growing opportunities in various fields of business, the Board of Directors of the Company has decided to alter Existing Clause III (a) 1. of the Memorandum of Association of the Company and is seeking approval of the members of the Company on Resolution at Item No. 1 of the Notice.

Accordingly, the Board of Directors proposed to alter Clause III (a) 1. of the Objects Clause of the Memorandum of Association of the Company as set out in the Resolution at Item No. 1.

The aforesaid insertion if approved by the Shareholders shall be registered by the Registrar of Companies; Kanpur at Maharashtra as per the provisions of the Companies Act, 2013, with such modifications as may be advised by them.

None of the directors or key managerial personnel or relatives thereof is in any way concerned or interested, financially or otherwise, in passing the above resolutions.

The above statement is to be considered and construed as disclosures as per the provisions of section 102 of the Companies Act, 2013.

**Item No. 2:**

Approval of Related Party Transaction with Company Clara Packing Solutions Limited having common directors:

The Board of Directors in their meeting held on January 15, 2024 accorded its approval for c

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The Company is of view that transaction with Clara Packing Solutions Limited will be appropriate for Company's Growth.

The following disclosure(s) for entering into contract arrangement with the related party is made in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014.

i.	<b>The name of the related party and nature of relationship</b>	Clara Packing Solutions Limited having common Directors
ii.	<b>The nature, duration of the contract and particulars of the contract or arrangement</b>	
iii	<b>the material terms of the contract or arrangement including the value, if any</b>	As Above
Iv	<b>Any advance paid or received for the contract or arrangement, if any;</b>	Approx. Rs. 5.33 crore Related Party Transactions had been done with Clara Packing Solutions Limited From April 1, 2023 to December 31, 2023
V	<b>The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;</b>	The pricing is commensurate with the market value of the all transactions.
Vi	<b>Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors;</b>	Nil



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*For and on behalf of the Board of*  
**Clara Industries Limited**

**Sd-**  
**Parry Kukreja**  
**Managing Director**  
**DIN: 06649401**

**Place: Saharanpur**  
**Date: January 15, 2024**

**ATTANDANCE SLIP**

**EXTRA-ORDINARY GENERAL MEETING**

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

DP Id \*                      Client Id\*  
Regd. Folio No.              No. of Shares

Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full: \_\_\_\_\_

I/we hereby record my/our presence at the Extra-Ordinary General Meeting of the Company being held on Tuesday, 06<sup>th</sup> February , 2024 at 3:00 P.M.. at the registered office of the Company at 127/1 Gram Simbhalka Junardar Paragna, Teshil and District Saharanpur UP 247001 IN.

Please (√) in the box

MEMBER                                      PROXY

\_\_\_\_\_  
Signature of Shareholder / Proxy

## 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]

CIN: L25209UP2021PLC151537

Name of the Company: CLARA INDUSTRIES LIMITED

Registered Office: 127/1 Gram Simbhalka Junardar Paragana, Teshil and District Saharanpur UP 247001 IN

Name of the member(s):

Registered address:

E-mail Id:

Folio No. / Client Id:

DP ID:

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 Tuesday, 06th February, 2024 at 3:00 P.M.. at the registered office of the Company at 127/1 Gram Simbhalka Junardar Paragana, Teshil and District Saharanpur UP 247001 IN., and at any adjournment thereof in respect of such resolutions as are indicated below:

Item

No. Description of Resolutions:

Ordinary Business:

1. To approve Joint Venture agreements for paper and paper packaging business enterprises

Special Business:

3 To Approve Alteration Memorandum of Association of the Company.

4 To approved Related Party Transaction with Clara Packing Solutions Limited having common Directors

Signed this ..... day of ..... 2024

Signature of shareholder(s)

Signature of Proxy holder(s)

Notes:

1. 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.
2. Any alteration or correction made to this Proxy form must be initialed by the signatory/ signatories.

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

: CLARA INDUSTRIES LIMITED			
: 127/1 Gram Simbhalka Junardar Paragna, Teshil and District Saharanpur UP 247001 IN L25209UP2021PLC151537			
1.	Name of the first named Shareholder (In Block Letters)		
2.	Postal address		
3.	Registered Folio No./*Client ID No. (*applicable to investors holding shares in dematerialized form)		
4.	Class of Share	Equity Shares of Rs. 10/- each	
I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolutions in the following manner:			
1.	To Approve Alteration Memorandum of Association of the Company.		
2.	To approved Related Party Transaction with Clara Packing Solutions Limited having common Directors		
3.	To approve Joint Venture agreements		

(\*as per Company records)

**Route Map of the venue of EGM: - 127/1 Gram Simbhalka Junardar Paragna, Teshil and District Saharanpur UP 247001 IN**

