

To,
Corporate Relations Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai - 400 001.

Dear Sir,

Ref: Scrip Code – 512409

Sub: Notice of the 34th Annual General Meeting of the Company

In continuation to the intimation given on 14th August, 2019, we wish to enclose herewith copy of the notice of 34th Annual General Meeting of the Members of the

Company, dated 14th August, 2019, for the registered office at 139, Sakinaka Chambers, 2nd Floor, Mumbai - 400 023.

This is for your information and record.

Thanking you,

Yours faithfully,
For Rajsanket Realty Limited



Director
DIN: 01234336

Encl: a/a,

NOTICE

NOTICE IS HEREBY GIVEN THAT 34TH ANNUAL GENERAL MEETING OF THE MEMBERS OF RAJSANKET REALTY LIMITED WILL BE HELD ON MONDAY, 30TH SEPTEMBER, 2019, AT 2:30 P.M., AT 139, SEKSARIA CHAMBERS, 2ND FLOOR, NAGINDAS MASTER ROAD, FORT, MUMBAI - 400 023, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Anuj M. Patel (DIN: 01284886), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:-

3. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2020.

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, Companies (Cost Records and Audit) Rules 2014 and the Companies (Audit and Auditors) Rules, 2014 (including statutory modifications or re-enactment thereof, for the time being in force), the Company hereby ratifies the remuneration of Rs.50,000/- (Rupees Fifty Thousand only) per annum, plus applicable taxes and out of pocket expenses payable to M/s. Vinod C. Subramaniam & Co., Cost Accountants (Firm Registration No. 102395), appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020.

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

4. To re-appoint Shri Jignesh P. Waghela (DIN 01639337) as an Independent Director.

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 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule IV of the Companies Act, 2013 and the Company (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {including any statutory modification(s) or re-enactment(s) thereof for the time being in force}, Shri Jignesh P. Waghela (holding DIN 01639337), who was appointed as an Independent Director pursuant to the provisions of Section 149 of the Act and who holds office of Independent Director up to the conclusion of this Annual General Meeting, who is eligible for re-appointment as an

Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years upto the conclusion of the 39th Annual General Meeting of the Company to be convened in the calendar year 2024."

By order of the Board
For Rajsanket Realty Limited

Place: Mumbai
Date: 14th August, 2019
Registered office:
139, Sekasaria Chambers, 2nd Floor,
Nagindas Master Road, Fort,
Mumbai – 400 023.

Sd/-
Shri Haresh Kumar V. Sutaria
Whole Time Director
DIN: 01612392

NOTES:-

1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote on poll instead of himself and the proxy need not be a Member of the Company.

Proxy Form, in order to be effective, must be received at the Company's Registered Office 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.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at 34th Annual General Meeting of the Company (AGM).

2. The Register of Members and the Share Transfer Books of the Company will be closed from Tuesday, 24th September, 2019 to Monday, 30th September, 2019 (both days inclusive) for the purpose of 34th Annual General Meeting of the Company.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Meeting is annexed hereto.
4. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records

which will help the Company and the Company's Registrars and Transfer Agents, M/s. Link Intime India Pvt. Ltd. to provide efficient and better services.

The Company or its Registrars and Transfer Agents, M/s. Link Intime India Pvt. Ltd. cannot act on any request received directly from the members holding shares in dematerialized form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members. Members holding shares in physical form are requested to intimate such changes to M/s. Link Intime India Pvt. Ltd.

5. Pursuant to Regulation 36 of Securities Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting ('SS - 2') the details of the directors seeking appointment/re-appointment at the AGM is part of Notice.
6. The Members/proxies should bring the attendance slip duly filled in and signed for attending the meeting.
7. 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.
8. Members are requested to intimate any change in their correspondence addresses immediately to the Registrar and Transfer Agent of the company.
9. The Notice is being sent to all the Members, whose names appeared in the Register of Members of the Company as on the close of business hours on 23rd August, 2019 ("Record Date").
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialized form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s. Link Intime India Pvt. Ltd.
11. Members who would like to ask any questions on the accounts are requested to send their questions to the Registered Office of the Company at least 10 days before the Annual General Meeting to enable the Company to answer their queries satisfactorily.
12. As a measure of economy & environment protection, copies of the Annual Report will not be distributed at the Annual General Meeting. The Members/ Proxies are requested to bring the copy of Annual Report of the Company at AGM.
13. Voting through electronic means ("remote e-voting")

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.

Resolution(s) passed by Members through remote e-voting is/are deemed to have been passed as if they have been passed at the AGM.

The board of directors has appointed Mr. V.V. Chakradeo, Practicing Company Secretary (Membership No. FCS 3382, C P No. 1705) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

The facility for voting through Ballot paper shall also be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the AGM.

The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The instructions for remote e-voting are as under:-

- (i) The remote e-voting period begins on Friday, 27th September, 2019 at 09:00 a.m. and ends on Sunday, 29th September, 2019 at 05:00 p. m. 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 Monday, 23rd September, 2019, 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) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	<ul style="list-style-type: none">Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip / Address Sticker indicated in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **RAJSANKET REALTY LIMITED** on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting” available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) Details of Scrutinizer: V. V. Chakradeo, Practising Company Secretary. (Membership No. FCS 3382, C P No. 1705), E-mail: vvchakra@gmail.com
- (xxii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Other Instructions

12. Members have option to vote either through remote e-voting or through physical Ballot Form. Members can opt for only one mode of voting i.e. either by physical ballot or through remote e-voting. If Members opt for remote e-voting then do not vote by Physical Ballot or vice versa. However, in case Members cast their vote both by Physical Ballot and remote e-voting, then voting done through remote e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through remote e-voting or Ballot Paper, the said resolutions will not be decided on a show of hands at the AGM. The voting right of all shareholders shall be in proportion to their share in the paid up equity. The Scrutinizer will

scrutinize the voting process (both remote e-voting and voting by physical ballot) in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.

The results declared along with the Scrutinizer's Report shall be communicated to BSE Limited ("BSE"), where the shares of the Company are listed.

The shareholders can also access to other information about the Company on Stock Exchange websites, which are www.bseindia.com.

By order of the Board
For Rajsanket Realty Limited

Place: Mumbai

Date: 14th August, 2019

Registered office:

139, Sekasaria Chambers, 2nd Floor,

Nagindas Master Road, Fort,

Mumbai – 400 023.

Sd/-
Shri Haresh Kumar V. Sutaria
Whole Time Director
DIN: 01612392

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

Item No. 3

The Company is required to have the audit of its cost records conducted by a cost accountant in practice under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules").

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. Vinod C. Subramaniam & Co., Cost Accountants as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year ending on 31st March, 2020, as required under the Companies Act, 2013, and Rules made thereunder, at a remuneration of Rs.50,000/- (Rupees Fifty Thousand Only) per annum, plus applicable taxes and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditors is required to be ratified by the shareholders of the Company.

Accordingly, the consent of the members is sought for passing an Ordinary Resolution as set out in the Notice for ratification of the remuneration payable to the Cost Auditors.

The Board recommends the Resolution set out Item No. 3 of the Notice for approval by the shareholders of the Company as an Ordinary Resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the resolution set out at Item No. 3 of the Notice.

Item No. 4:

Shri Jignesh P. Waghela was appointed as Independent Director on the Board of the Company for a period of 5 consecutive years upto the conclusion of 34th AGM.

The Board on recommendation of Nomination and Remuneration Committee, in their meeting held on May 30, 2019, on the basis of the report of performance evaluation of Independent Directors, have recommended the re-appointment of Shri Jignesh P. Waghela as an Independent Director of the Company, not liable to retire by rotation, for a further period of 5 consecutive years upto the conclusion of 39th AGM to be convened in the year 2024.

Your Directors feel that his presence and participation in the deliberations of the Board would be beneficial for the Company's business.

it is proposed to re-appoint Shri Jignesh P. Waghela as an Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company.

Shri Jignesh P. Waghela is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Company has received notices in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri Jignesh P. Waghela for the office of Independent Director of the Company.

The Company has also received declaration from Shri Jignesh P. Waghela that he meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

In the opinion of the Board, Shri Jignesh P. Waghela fulfil the conditions for appointment as Independent Director as specified in the Act and the Listing Regulations. Shri Jignesh P. Waghela is independent of the management.

Details of Directors whose re-appointment as Director, Independent Director are proposed at Item Nos. 2 and 4, are provided in the "Annexure" to the Notice pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Except Shri Jignesh P. Waghela, being appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives, is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

The Board commends the Special Resolution as set out at Item No. 4 of the Notice for approval of the members.

Annexure

Information about the Director seeking appointment/re-appointment at Annual General Meeting pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting ('SS - 2') are as follows:

1. Shri Anuj M. Patel

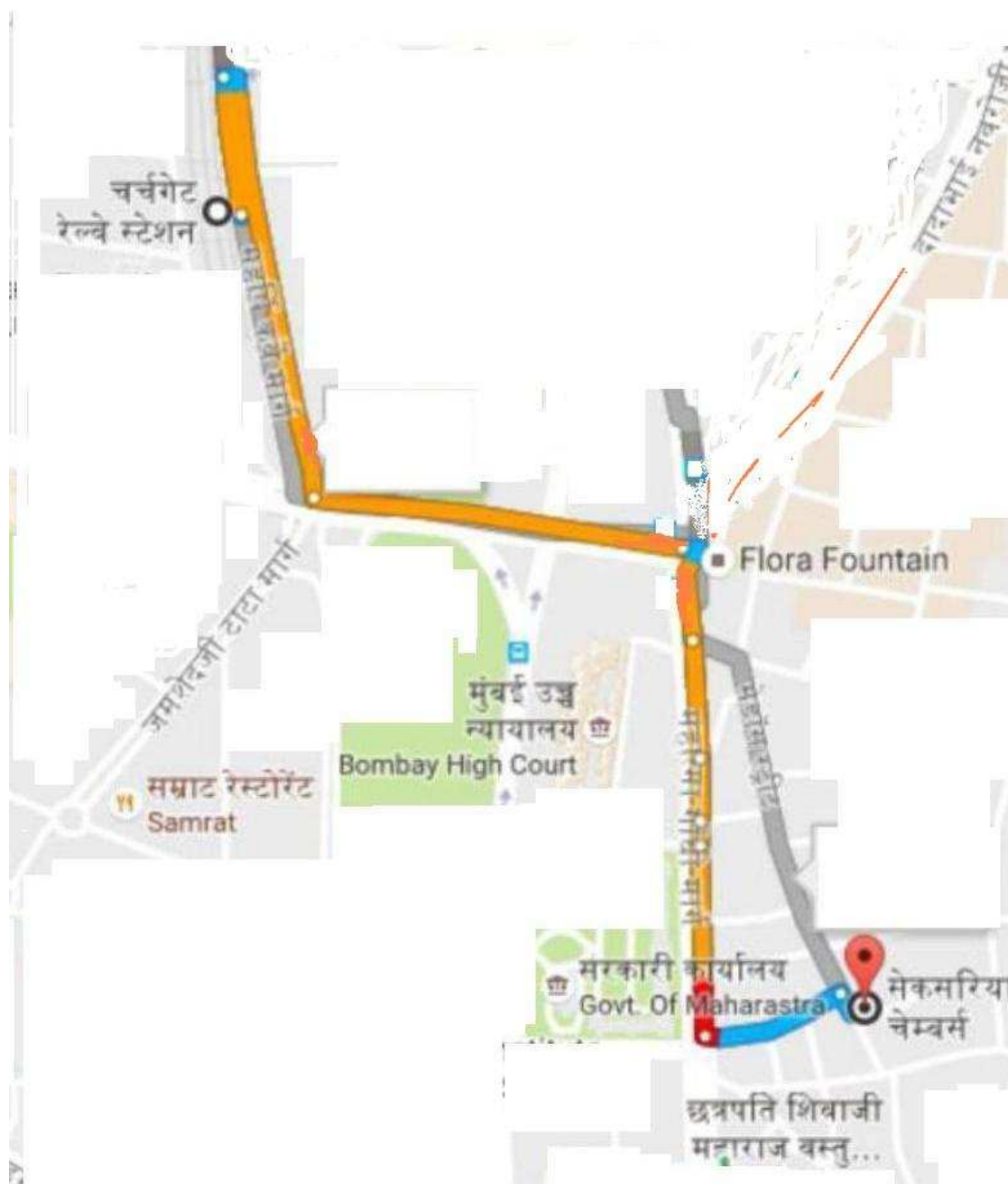
Name of Director	Shri Anuj M. Patel (DIN: 01284886)																				
Date of Birth	11 th October, 1957 (Age: 61 Years)																				
Relationship with other Directors inter-se and KMPs	None																				
Date of first appointment	17/09/2010																				
No. of Board Meetings attended in Financial Year 2019-20 till 14 th August, 2019	3																				
Expertise in specific functional area	Administration and Management																				
Qualification	B.Com																				
No. of equity shares held in the company	Nil																				
List of Listed Companies (other than Rajsanket Realty Limited) in which directorship held as on 14 th August, 2019	Rajesh Estates And Nirman Private Limited (Debt Listed).																				
List of Unlisted Companies in which Shri Anuj M. Patel holds Directorships as on 14 th August, 2019.	<table border="1"> <thead> <tr> <th>Sr. No</th><th>Name of the Companies</th></tr> </thead> <tbody> <tr> <td>1.</td><td>Western India Paper And Board Mills Private Limited</td></tr> <tr> <td>2.</td><td>Kothari Auto Parts Manufacturers Private Limited</td></tr> <tr> <td>3.</td><td>Eben Securities & Leasing Limited</td></tr> <tr> <td>4.</td><td>Rimmon Finance And Investment Private Limited</td></tr> <tr> <td>5.</td><td>Capricon Infin Private Limited</td></tr> <tr> <td>6.</td><td>Bala Gopala Infrastructure Realty Developers Limited</td></tr> <tr> <td>7.</td><td>Adelphi Estates Private Limited</td></tr> <tr> <td>8.</td><td>Rajesh Habitat Private Limited</td></tr> <tr> <td>9.</td><td>Arihant Techno - Economic Park Private Limited</td></tr> </tbody> </table>	Sr. No	Name of the Companies	1.	Western India Paper And Board Mills Private Limited	2.	Kothari Auto Parts Manufacturers Private Limited	3.	Eben Securities & Leasing Limited	4.	Rimmon Finance And Investment Private Limited	5.	Capricon Infin Private Limited	6.	Bala Gopala Infrastructure Realty Developers Limited	7.	Adelphi Estates Private Limited	8.	Rajesh Habitat Private Limited	9.	Arihant Techno - Economic Park Private Limited
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Chairman/ Member of the Committees of the Board of Listed/Unlisted Companies in which he is a director as on 14 th August, 2019	Rajsanket Realty Limited(Listed): Member in the Following Committees: 1. Nomination And Remuneration Committee 2. Stakeholders Relationship Committee																				

2. Shri Jignesh P. Waghela

Name of Director

Shri Jignesh P. Waghela (DIN: 01639337)

ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING



VENUE :

**139, SEKSARIA CHAMBERS, 2ND FLOOR,
NAGINDAS MASTER ROAD, FORT,
MUMBAI - 400 023.**