

CRIMSUN ORGANICS PRIVATE LIMITED

CIN: U24299TN2016PTC111396

**Reg. Office Add: C- 9, C-10 & C-11 SIPCOT Industrial Complex
Kudikadu Cuddalore, Tamil Nadu 607005, India.**

Email ID: srp.crimsun@gmail.com

Phone: 04142-239777

NOTICE

NOTICE is hereby given that the 7th Annual General Meeting of the members of M/s Crimsun Organics Private Limited will be held on Thursday, the 7th day of September, 2023 at 11:00 A.M. at its Registered Office situated at C- 9, C-10 & C-11 Sipcot Industrial Complex, Kudikadu, Cuddalore, Tamil Nadu – 607005 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2023 including Auditor's Report, Balance Sheet as at 31st March, 2023, Statement of Profit and Loss & Cash-flow for the year ended 31st March, 2023 on that date and the Reports of the Board of Directors and Auditors thereon.
2. **To appoint M/s V.K. Thapar & Co, Chartered Accountants (Firm Registration No. 1181N) as Statutory Auditor of the Company to fill the Casual Vacancy**

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

“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, M/s V.K. Thapar & Co, Chartered Accountants, (Firm Registration No. 1181N) be and are hereby appointed as Statutory Auditors of the Company, in place of auditor M/s Darpan Taneja & Associates, Chartered Accountants to hold the office till 7th Annual General Meeting of the Company.

RESOLVED FURTHER THAT Mr. Sharat Anand (Director) be and is hereby authorized for fixation of remuneration to be paid to M/s V.K. Thapar & Co, Chartered Accountants, Statutory Auditors of the Company plus reimbursement of travelling and out of pocket expenses.

RESOLVED FURTHER THAT any director or the Company Secretary of the Company be and is hereby severally authorized to ensure all the ROC compliances in this regard and to take necessary action/execute documents to bring this resolution into force.”

3. **To appoint M/s V.K. Thapar & Co, Chartered Accountants, (Firm Registration No. 1181N) as Statutory Auditor of the Company for a period of five years and to fix his remuneration for F.Y. 2023-24.**

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

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) the consent of the Shareholders be and is hereby accorded to appoint M/s V.K. Thapar & Co, Chartered Accountants, (Firm Registration No. 1181N) as Statutory Auditors of the Company for a period of five years starting from Financial Year 2023-24 and that they shall hold office from the conclusion of 7th Annual General Meeting (AGM) until the conclusion of 12th Annual General Meeting of the Company to be held in the Financial Year 2027-28.

RESOLVED FURTHER THAT Mr. Sharat Anand (Director) be and is hereby authorized for fixation of remuneration to be paid to M/s V.K. Thapar & Co, Chartered Accountants, Statutory Auditors of the Company plus reimbursement of travelling and out of pocket expenses.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to ensure all the ROC compliances in this regard and to take necessary action/execute documents to bring this resolution into force.”

SPECIAL BUSINESS:

4. To approve fixation of Related Party Transactions limit for financial year 2023-24

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

“**WHEREAS** the Company enters into related party transactions from time to time on the basis of exigencies of business, at arm’s length basis.

WHEREAS as a matter of good corporate practice it is resolved to take the omnibus approval of shareholders for any such transactions.

RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act,2013 read with Companies (Meetings of Board and its powers) Rules, 2014 including any amendment thereto consent of the shareholders be and is hereby accorded for approval of the related party transactions for financial year 2023-24 as tabled below:

Sr. No.	Name of Related Party involved	Nature/Category of transaction	Duration	Maximum Amount Involved (Rs. in Lacs)
1.	M/s Parijat Industries (India) Private Limited	Sales/Purchase/Services	2023-24	12500
2.	M/s Grace Gases & Company	Sales/Purchase/Services	2023-24	5.00
3.	M/s S.R.S. Cranes and Equipments Services	Sales/Purchase/Services	2023-24	7.50
4.	M/s Prateesh Engineering Enterprises	Sales/Purchase/Services	2023-24	100
5.	M/s Leeds Life Sciences Private Limited	Sales/Purchase/Services	2023-24	5000

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby authorized jointly/severally to ensure all the ROC compliances in this regard and to take necessary action / execute documents to bring this resolution into force.”

5. To approve fixation of Related Party Transactions limit for the financial year 2023-24

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its powers) Rules, 2014 including any amendment thereto and subject to the approval of shareholders, the consent of the Board be and is hereby accorded for approval of the Related Party Transactions for the for the financial year 2023-24:

Sr. No.	Name (s) of the related party	Nature of relationship	Nature of contracts/ arrangement /transaction	Period	Amount (Rs. in Lacs)
1.	M/s JJ Industrial HR Services & Consultancy	Mr. Senthurpandian Rameshprabhakaran Daughter's Proprietorship	Services availed	2023-24	54.00
2.	Mr. R Jaccob Raja	Son of Mr. Senthurpandian Rameshprabhakaran	Salary paid	2023-24	3.00

Note: The amount(s) approved is exclusive of GST or any other tax.

RESOLVED FURTHER THAT any director or the Company Secretary of the Company be and are hereby severally authorized to ensure all the ROC compliances in this regard and to take necessary action/execute documents to bring this resolution into force.”

**By order of the Board
For Crimsun Organics Private Limited**

Date: 16.08.2023

Place: Cuddalore

Senthurpandian Rameshprabhakaran
Managing Director
DIN: 05339640
25 Raja Chavadi, Cuddalore, Tamilnadu-
607003

NOTES:

1. A member of the Company entitled to attend and vote at the said meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be member of the Company.
2. The instrument appointing the proxy (enclosed hereto) in order to be effective must be deposited (duly completed, stamped and signed) at the registered office of the Company not less than forty eight (48) hours before the commencement of the meeting
3. 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 authorizing their representative to attend and vote on their behalf at the meeting.
4. Members are requested to bring their copies of the Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
5. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 relating to special business to be transacted at the meeting is annexed hereto.
6. All documents referred to in the accompanying Notice shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.
7. This meeting has been called in pursuance to the Companies Act, 2013, rules made thereunder, and Secretarial Standards issued.
8. The Notice calling this meeting shall also be placed on the Company's website <https://crimsunorganics.com/>.

ANNEXURE TO THE NOTICE

Explanatory Statement under section 102 of the Companies Act 2013 [“ACT”] and Explanation about reasons for passing of the resolution.

Item no. 4

The Board at its adjourned meeting held on 13th July 2023 approved the limits for all the material Related Party Transactions subject to the approval of the shareholders.

The Company enters into transactions with the Related Parties which are mentioned in resolution as item no. 4 and are material in nature. Hence in compliance with the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) rules, 2014, the Company proposes to obtain approval of the shareholders by way of ordinary resolution for entering into the said material Related Party transactions in one or more tranches. It is also informed that the aforesaid transactions shall be entered on arm’s length basis.

Following Directors, Key Managerial Personnel or their relatives are interested in the below mentioned Related Party Transactions:

S. No.	Name of Related Party involved	Interested Directors, Key Managerial Personnel or their relatives	Nature of Relationship
1.	M/s Parijat Industries (India) Private Limited	Mr. Keshav Anand, Mr. Sharat Anand and Mr. Raj Deep Bhatia and Mr. Anil Kumar Sachdeva.	Holding Company
2.	M/s Grace Gases & Company	Mr. Senthurpandian Rameshprabakaran	Mrs. Packiabama Rameshprabhakaran (Wife of Mr. Senthurpandian Rameshprabakaran, Managing Director) is proprietor of M/s Grace Gases and Company.
3.	M/s S.R.S. Cranes and Equipments Services	Mr. Senthurpandian Rameshprabakaran	Mrs. Packiabama Rameshprabhakaran (Wife of Mr. Senthurpandian Rameshprabakaran, Managing Director) is proprietor of M/s S.R.S. Cranes and Equipments Services
4.	M/s Prateesh Engineering Enterprises	Mr. Senthurpandian Rameshprabakaran	Son of Mr. Senthurpandian Rameshprabakaran is partner in M/s Prateesh Engineering Enterprises
5.	M/s Leeds Life Sciences Private Limited	Mr. Keshav Anand, Mr. Anil Kumar Sachdeva and Mr. Raj Deep Bhatia	Mr. Anil Kumar Sachdeva & Mr. Raj Deep Bhatia are Common Directors and Mr. keshav Anand is Nominee Shareholder in Leeds Life Sciences Private Limited.

The Board of Directors recommends the resolution set forth in item no. 4 of this Notice for approval of the shareholders as an Ordinary Resolution.

Accordingly, approval of the members is being sought to pass the Ordinary Resolution as set out in the Notice.

None of the Directors, Key Managerial Personnel and their relatives, except as mentioned above, are concerned or interested, financially or otherwise, in the resolution.

Item no. 5

The Board at its meeting held on 16th August, 2023 approved the Related Party Transactions for the financial year 2023-24 subject to the approval of the shareholders.

The Company enters into transactions with the Related Parties which are mentioned in resolution as item no. 5 are material in nature. Hence in compliance with the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) rules, 2014, the Company proposes to obtain approval of the shareholders by way of ordinary resolution for entering into the said material Related Party transactions in one or more tranches. It is also informed that the aforesaid transactions shall be entered on arm length basis.

Following Directors, Key Managerial Personnel or their relatives are interested in the below mentioned Related Party Transactions:

S. No.	Name of Related Party involved	Interested Directors, Key Managerial Personnel or their relatives	Nature of Relationship
1.	M/s JJ Industrial HR Services & Consultancy	Mr. Senthurpandian Rameshprabhakaran	Daughter's Proprietorship
2.	Mr. R Jaccob Raja	Mr. Senthurpandian Rameshprabhakaran	Son of Mr. Senthurpandian Rameshprabhakaran

The Board of Directors recommends the resolution set forth in item no. 5 of this Notice for approval of the shareholders as an Ordinary Resolution.

Accordingly, approval of the members is being sought to pass the Ordinary Resolution as set out in the Notice.

None of the Directors, Key Managerial Personnel and their relatives, except as mentioned above, are concerned or interested, financially or otherwise, in this resolution.

By order of the Board
For Crimsun Organics Private Limited

Date: 16.08.2023

Place: Cuddalore

Senthurpandian Rameshprabhakaran
Managing Director
DIN: 05339640
25 Raja Chavadi, Cuddalore, Tamilnadu-
607003

PROXY FORM - 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: U24299TN2016PTC111396

Name of the Company: CRIMSUN ORGANICS PRIVATE LIMITED

Registered Office: No. C-9, C-10 & C-11 SIPCOT Industrial Complex, Kudikadu, Cuddalore, Tamil Nadu-607005.

Name of the Shareholders(s): _____

Registered address: _____

E-mail Id: DP ID No.* Client ID No.*
.....

I / We, being the Shareholders(s) of _____ Equity Shares of Crimsun Organics Private Limited, hereby appoint:

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

2. Name: _____

Address: _____

E-mail 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 7th Annual General Meeting of the Company, to be held on Thursday the 7th day of September, 2023 at 11:00 A.M. at C-9, C-10 & C-11 SIPCOT Industrial Complex, Kudikadu, Cuddalore, Tamil Nadu-607005 and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Resolution No. 1: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2023 including Auditor's Report, Balance Sheet as at 31st March, 2023, Statement of Profit and Loss & Cash-flow for the year ended 31st March, 2023 on that date and the Reports of the Board of Directors and Auditors thereon.

Resolution No. 2: To appoint M/s V.K. Thapar & Co, Chartered Accountants (Firm Registration No. 1181N) as Statutory Auditor of the Company to fill the Casual Vacancy

Resolution No. 3: To appoint M/s V.K. Thapar & Co, Chartered Accountants, (Firm Registration No. 1181N) as Statutory Auditor of the Company for a period of five years and to fix his remuneration for F.Y. 2023-24.

Resolution No. 4: To approve fixation of Related Party Transactions limit for financial year 2023-24

Resolution No. 5: To approve fixation of Related Party Transactions limit for the financial year 2023-24

Signed this ___ day of _____, 2023

Signature of Shareholder

Signature of Proxy Holder (s)

Note:

1. The proxy need not be a member of the Company.

Affix Revenue Stamp

CRIMSUN ORGANICS PRIVATE LIMITED

CIN: U24299TN2016PTC111396

Reg. Office Add: C- 9, C-10 & C-11 SIPCOT Industrial Complex
Kudikadu Cuddalore, Tamil Nadu 607005, India.

Email ID: compliance@crimsunorganics.com

Phone: 04142-239777

ATTENDANCE SLIP

(Please fill attendance slip and hand it over at the entrance of the meeting venue)

7th Annual General Meeting- 7th September 2023

Name of the Shareholders/ Proxy:
(In Block Letters)

Folio/ Client ID:

DP ID:

No. of shares held:

I certify that, I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 7th Annual General Meeting of the Crimsun Organics Private Limited on 7th September 2023 at 11:00 A.M. at C-9, C-10 & C-11 SIPCOT Industrial Complex, Kudikadu, Cuddalore, Tamil Nadu-607005

(Member's /Proxy's Signature)

ROUTE MAP TO THE AGM VENUE

