

CORRIGENDUM NOTICE TO EQUITY SHAREHOLDERS

MEETING OF THE EQUITY SHAREHOLDERS OF RAMAA SHYAMA PAPERS PRIVATE LIMITED CONVENED PURSUANT TO THE DIRECTIONS OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, ALLAHABADBENCHVIDE ORDER DATED JULY 07, 2021 READ WITH ORDER DATED MARCH 24, 2021

Day	Saturday
Date	August 28, 2021
Time	11:00 A.M.
Venue	Through Video Conferencing via Zoom

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BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL

ALLAHABAD BENCH

COMPANY APPLICATION NO.(CAA)-5/ALD/2021

IN THE MATTER OF THE COMPANIES ACT, 2013

AND

**IN THE MATTER OF SECTIONS 230 TO 232 AND OTHER RELEVANT PROVISIONS
OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (COMPROMISES,
ARRANGEMENTS AND AMALGAMATIONS) RULES, 2016**

AND

IN THE MATTER OF SCHEME OF ARRANGEMENT OF:

RamaaShyama Papers Private Limited

....Demerging/Transferor/Applicant Company No.1

And

Saptam Decor Private Limited

..Resulting Company No.1/Transferee Company No.1/ Applicant Company No.2

And

Arunprabha Enterprises Private Limited

... Resulting Company No.2/Transferee Company No.2/ Applicant Company No.3

**CORRIGENDUM TO NOTICE CONVENING THE MEETING OF THE EQUITY
SHAREHOLDERS**

To,

The equity shareholders of RamaaShyama Papers Private Limited (the
"Demerging/Transferor/Applicant Company No.1")

RamaaShyama Papers Private Limited ("hereinafter referred to as RSPPL/Transferor Company/Demerged Company") had issued notice dated 5th April, 2021 for the National Company Law Tribunal ("NCLT") convened meeting of equity shareholders of the RSPPL/Transferor Company/Demerged Company to be held at Shri Food Studio near Arpan banquet, MahaveerChowk, Muzaffarnagar, UP - 251002 on Saturday, 8th May, 2021 at 11:00 A.M. in compliance of the order dated 24th March, 2021 passed by the Hon'ble NCLT, Allahabad Bench in Company Application No.(CAA) – 5/ALD/2021. Subsequently due to alarming rise of CoVID-19 cases across the Country, it was hazardous to hold the meeting via physical mode. Therefore, an urgent application in this regard was filed with Hon'ble NCLT, Allahabad Bench for allowing the Company to hold the meeting on some other date and through Video Conferencing mode instead of physical mode.

Therefore, pursuant to Hon'ble NCLT, Allahabad Bench order dated 07.07.2021 and as directed therein, Notice is hereby given that the meeting of the equity shareholders of RSPPL/Transferor Company/Demerged Company will be held on Saturday, 28th of August, 2021 at 11:00 A.M. through Video Conferencing ("VC") following the operating procedures (with requisite modifications as may be required) referred to in Circular No.14/2020 dated April 8, 2020 read with Circular Nos. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and Circular Nos. 10/2021 June 23, 2021 issued by the Ministry of Corporate Affairs, Government of India. Further, there shall be no meeting requiring physical presence at a common venue in view of the present circumstances on account of the CoVID-19 pandemic, at which time the said Equity Shareholders are requested to attend.

TAKE FURTHER NOTICE that since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Companies Act, 2013 (the "Act") will not be available for the said Meeting and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

Save and except the change in Date and Mode as stated hereinabove, all the information and contents set out in the notice dated 5th April, 2021 including the explanatory statement, the resolution to be considered thereat of the NCLT convened meeting, remain unchanged. The Corrigendum shall be read in continuation of and in conjunction with the Notice sent to shareholders.

The Tribunal has appointed Mr. Sanjay Goswami, as Chairperson, failing him Mr. Ajit Ray, as Alternate Chairperson of the said meeting. Ms. Monica Nanda, Practicing Company Secretary has been appointed as Scrutinizer for the said meeting. The above mentioned Scheme of Arrangement, if approved by the meeting, will be subject to the subsequent approval of the Hon'ble Tribunal.

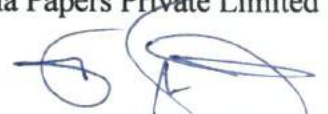
In accordance with the provisions of Sections 230-232 of the Act, the Scheme of Arrangement shall be considered approved by the Equity Shareholders only if the Scheme is approved by majority of persons representing three-fourth in value of the members, of the Applicant Company, voting in person through VC.

(4)

For RamaaShyama Papers Private Limited

Date: 13/07/2021

Place: Bareilly


Dinesh Goyal
Director
DIN:00226428

NOTES:

1. As per NCLT Order dated July 07, 2021 and March 24, 2021 read with general circular issued by Ministry of Corporate Affairs ('MCA') viz. circular no. 14 of 2020 dated April 08, 2020, circular no. 17 of 2020 dated April 13, 2020, circular no. 20 of 2020 dated May 05, 2020 and Circular Nos. 10/2021 June 23, 2021 (collectively referred to as 'MCA Circulars'), meeting of Equity Shareholders of hereinafter referred to as RSPPL/Transferor Company/Demerged Company will be held through Video Conferencing('VC'). The detailed procedure for participation in the meeting through VC is as per Note No. 12.
2. Since, the meeting is being held pursuant to NCLT Order and MCA Circulars through VC, physical attendance of the Equity Shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Equity Shareholders will not be available for meeting.
3. The Equity Shareholders can join the meeting through VC mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Corrigendum to the Notice.
4. Only equity shareholders of the RSPPL/Transferor Company/Demerged Company may attend and vote at the equity shareholders meeting who have given their request for attending the meeting through E-mail which shall be sent to the designated e-mail id of the Scrutiniser i.e. mail.monicananda91@gmail.com through their registered e-mail id as per Company records mentioning their name, number of equity shares held and folio number at least three days before the scheduled meeting alongwith their Identity proof. The representative of a body corporate which is equity shareholder of the RSPPL/Transferor Company/Demerged Company may attend and vote at the equity shareholders meeting provided a certified true copy of the resolution of the Board of Directors or other governing

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body under Section 113 of the Companies Act, 2013 authorizing such representative to attend and vote at the equity shareholders meeting is deposited at the Registered Office of the RSPPL/Transferor Company/Demerged Company not later than 48 hours before the meeting.

5. The quorum for meeting of the Shareholders of the Demerged Company shall be 2(Two) in number as fixed by the Hon'ble Tribunal. The Shareholders attending the NCLT Convened Meeting through VC will be counted for the purpose of reckoning the quorum. In case the quorum as noted above for the aforesaid meeting is not present at the meeting, then the meeting shall be adjourned by half an hour and thereafter the persons present and voting shall be deemed to constitute the quorum of the meeting.
6. In compliance with NCLT Order and pursuant to Section 101 of the Companies Act, 2013 read with the applicable rules made thereunder (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force) the Corrigendum to the Notice, together with the documents accompanying the same, is being sent to all the Equity Shareholders electronically by e-mail to those Shareholders who have registered their e-mail ids with the Company, whose name appear in the Register of Members as at the close of business on March 31, 2021. For Shareholders who have not registered their E-mail IDs, physical copies shall be sent by permitted mode. In case any Shareholder wish to receive a copy of the notice and/or Corrigendum to the Notice, they are requested to send an email to advisor@sslclegal.in duly quoting his/her Folio number, as the case may be and soft copy of this Corrigendum to the Notice will be provided to such Shareholder.
7. All documents referred to in the accompanying Corrigendum to the Notice, Notice and the Explanatory Statement along with the Statutory Registers maintained by the Company will be available for inspection by the Equity Shareholders at the Registered Office of the Demerged Company during normal business hours (11 am to 5 pm) from Monday to Friday upto and including the date of the meeting.
8. The joint Corrigendum convening the meetings will be published through advertisement in Lucknow editions in the newspapers namely, 'Business Standard' (English) and 'Business Standard' (Hindi).
9. Since the meeting will be held through VC in accordance with the NCLT Order and MCA Circulars, the route map, proxy form and attendance slip are not attached to this Corrigendum to the Notice.
10. The Company shall be providing the facility of voting at meeting through E-mail which shall be sent to the designated e-mail id of the Scrutiniser i.e. mail.monicananda91@gmail.com through their registered e-mail id as per Company records.
11. Members are requested to e-mail at advisor@sslclegal.in in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC.

12. Instruction for Equity Shareholders for attending the meeting through VC:

- a) For joining the meeting: download and install 'Zoom from Application Store or Google Play on your mobile or from browser (Google Chrome/Internet Explorer) on your laptop/desktop, open the application and select 'Join as a Guest', type your Meeting Number: 847 4323 9894
- b) click 'Join' and thereafter enter your relevant Pass Key:997524
- c) Click on the tab "Join on the web instead".
- d) Insert your name in the "Name" field and click on the "Join Now" tab.
- e) You will join the meeting once the organizer accepts your entry into the Meeting.
- f) In case of any technical difficulty in joining the meeting, you may kindly contact our helpdesk at Email: advisor@sslclegal.in or Mr.NirajArya (Contact No. +91 7834907641)
- g) Shareholders are encouraged to join the meeting through Laptops/Desktops for better experience. Further, the Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- h) Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- i) Shareholders who would like to express their views/have questions may send their views/questions 7 days prior to meeting mentioning their name, email id, mobile number, folio No. at sanjaygoswami58@gmail.com and register themselves as a speaker. Only those Shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

ANNEXURE - A
NATIONAL COMPANY LAW TRIBUNAL
ALLAHABAD BENCH

(7)
ITEM NO :1

CA NO. 14/2021 IN
CA (CAA) NO.05/ALD/2021

ATTENDENCE - CUM-ORDER SHEET OF THE HEARING OF ALLAHABAD BENCH OF THE NATIONAL COMPANY LAW TRIBUNAL ON 07.07.2021 AT 10:30 AM THROUGH VIDEO CONFERENCING.

NAME OF THE COMPANY : RAMAA SHYAMA PAPERS PVT. LTD. WITH SPTAM DECOR PVT. LTD. & ANR.

SECTION : 230/232 OF COMPANIES ACT 2013

PRESENT : HON'BLE MR. JUSTICE (RETD.) RAJESH DAYAL KHARE, MEMBER (J)

COUNSEL FOR APPLICANT : SH. ARUN SAXENA ALONG WITH MS. NALINI, SH. SHIVAM MISHRA & SH. RAHUL SINGH, ADVS.

CA NO.14/2021 IN CA (CAA)NO.05/ALD/2021

The matter was taken up today through Video Conferencing.

Heard Sh. Arun Saxena along with Ms. Nalini, Sh. Shivam Mishra and Sh. Rahul Singh, Advocates for the applicant through video conferencing, who has filed the present CA NO.14/2021 in CA (CAA)NO.05/ALD/2021 praying to fix a fresh date and time for holding meeting as directed vide order of this Tribunal dated 24.03.2021 and further to allow the said meeting to be held via virtual mode and to direct the applicant to publish a fresh corrigendum about the fresh date and time of the meeting in Newspaper Business Standard (Hindi and English Version), Lucknow Edition.

It is contended that vide order dated 24.03.2021 passed by this Tribunal, meeting was directed to be held. A notice of the said meeting was sent to the concern parties and the same was also published and affidavit of compliance of order dated 24.03.2021 was filed by the applicant. However, it is contended that in the second week of April, 2021, the Country has witnessed an alarming surge in Covid-19 cases and on account of the extreme conditions, it was not possible to hold the meetings as directed by this Tribunal via physical mode, as it could jeopardize the life and safety of the participants who were to be present in the said meeting and therefore, the applicant moved an application on 30.04.2021, seeking permission of this Tribunal to hold the meeting scheduled on 08.05.2021 via virtual mode instead of physical mode but as the Bench was not sitting due to severe Covid-19 condition, application could not be taken up. Therefore, the present application has been moved.

Accordingly, the present application is hereby allowed. Let, the fresh meeting be held on 28th August, 2021 via virtual mode, if they desire to do so, and fresh corrigendum regarding the same, may also be issued within a week from the date of passing of this order.

The present application stands disposed off accordingly.

—Sd—

Dated : 07.07.2021

JUSTICE RAJESH DAYAL KHARE
(MEMBER JUDICIAL)