

# RONI HOUSEHOLDS LIMITED

(Formerly Known as Roni Households Private Limited)

Telephone No.: +91 77965 42369

Email: [info@ronihouseholds.com](mailto:info@ronihouseholds.com)

Website: [www.ronihouseholds.com](http://www.ronihouseholds.com)

CIN: U25207MH2017PLC300575

GSTIN: 27AAICR5657B1ZA

# RONI®

Date: June 09, 2022

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Subject: - Outcome of Board meeting held on today i.e. on June 09, 2022, in terms of second proviso to Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provisions of Regulation 30 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that meeting of the Board of the Directors of the Company was held today at the registered office of the Company to:

1. Considered and approved request of Promoter Directors, Mr. Harish Sirwani and Mrs. Nidhi Sirwani for conversion of their Non- Interest bearing Outstanding Unsecured Loan into equity shares of the company against exercise of their right in Company's Proposed Right Issue subject to approval of Shareholders;
2. Approved alteration of the Object Clause of the Memorandum of Association of the Company subject to approval of Shareholders;
3. Approved the Notice of Postal Ballot for passing Special Resolutions for obtaining approval of the Members for above Purposes;
4. Considered and approved all other business as per agenda circulated.

The Meeting of the Board Commenced at 05:00 P.M. and concluded at 06:30 P.M.

Postal Ballot Notice is being sent only through electronic mode to the members whose names appear in the Register of Members, List of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email id is registered with the Company's Depositories, as on Friday, June 3, 2022 ("Cut-off Date"). The Company has engaged the services of National Securities Depository Limited ("NSDL"), for providing remote e-voting facility to all members. The e-voting facility will be available during the following period:


Commencement of e-voting 9:00 a.m. (IST) on Friday, June 10, 2022

End of e-voting 5:00 p.m. (IST) on Saturday, July 09, 2022

The Postal Ballot Notice is also available on the Company's website at [www.ronihouseholds.com](http://www.ronihouseholds.com)

Kindly take the same on your record and oblige us.

For, Roni Households Limited



**Harish Manohar Sirwani**  
Chairman & Managing Director  
DIN: 07844075



Place: Jalgaon



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CIN: L25207MH2017PLC300575

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**POSTAL BALLOT NOTICE**

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

**Dear Member(s),**

Pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) (as amended from time to time) (“the rules”), Secretarial Standard-2 on General Meeting (the “SS-2”), and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and other applicable laws and regulations and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the “MCA”), Notice is hereby given that the resolutions appended to this notice is proposed to be passed by the members of Roni Households Limited (“the Company”) as Special Resolutions by means of Postal Ballot/remote electronic voting (remote e-voting).

Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013 read with applicable regulations of SEBI ICDR Regulations, setting out the information and material facts, is appended herewith for your consideration.

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the ‘MCA’) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”), and relevant circulars issued by SEBI and in view of the prevailing extraordinary circumstances due to COVID-19 pandemic requiring social distancing, companies were advised to take all decisions requiring members’ approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars. Further, in compliance with the said MCA Circulars, hard copy of Postal Ballot Notice will not be sent to the shareholders for this Postal Ballot. The Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system

In light of the MCA Circulars, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email addresses and in consequence to whom the remote e-voting notice could not be serviced, may temporarily get their e-mail addresses registered with the Company by email through their registered email address to [info@ronihouseholds.com](mailto:info@ronihouseholds.com), providing requisite details like Name of Shareholder, PAN No., DP/Client ID, folio no. and certificate no (in case of physical shareholding). Member who does not receive the Postal Ballot Notice may send an e-mail to [info@ronihouseholds.com](mailto:info@ronihouseholds.com) and obtain a copy of Postal Ballot Notice.

The Company has engaged the services of National Security Depository Limited (NSDL) to provide remote e-voting facility to the Members of the Company. Shareholders are requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders are requested to follow the procedure as stated in the notes and instructions for casting their votes through NSDL e-Voting system.

The remote e-voting facility is available at the link: <https://www.evoting.nsdl.com> from Friday June 10, 2022 (09:00 A.M.) and will end on Saturday, July 09, 2022 (05:00 P.M.) Please refer to the instructions for casting votes through remote e-voting given in this Notice and the manner in which e-voting has to be carried out. Only members entitled to vote (are entitled to vote through the remote e-voting facility provided the Company through NSDL e-Voting system. The Board of Directors of the Company has appointed M/s SCS and Co LLP, Practicing Company Secretary (Firm Unique Code: -L2020GJ008700) as Scrutinizer for conducting the postal ballot and remote e-voting process in a fair and transparent manner.

The scrutinizer will submit the report to the Chairman after the completion of scrutiny of votes recorded through remote e-voting. The results of voting by means of remote e-voting will be announced on or before Monday,



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July 11, 2022 at the Registered Office of the Company and also by placing the same on the company's website - [www.ronihouseholds.com](http://www.ronihouseholds.com) and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.

**By Order of the Board of Directors,  
Roni Households Limited**

**Sd/-  
Harish Manohar Sirwani  
Managing Director  
DIN: 07844075**

**Place: Jalgaon, Maharashtra  
Date: June 09, 2022**



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**SPECIAL BUSINESSES**

**ITEM NO. 1:**

**CONVERSION OF NON-INTEREST BEARING UNSECURED LOAN OF DIRECTORS (PROMOTERS) INTO EQUITY SHARES OF THE COMPANY:**

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

**“RESOLVED THAT** in suppression of the earlier resolution passed by the shareholders via Postal ballot Resolution dated March 11, 2022 and pursuant to the provisions of section 62(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the applicable Rules made there under (‘Act’) and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the provisions of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (‘SEBI ICDR Regulation’), Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), and in accordance with other applicable policies, rules, regulation, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India, the Securities Exchange Board of India (‘SEBI’), the Reserve Bank of India (‘RBI’), the Registrar of Companies (‘ROC’) and the BSE Limited where the shares of the Company are listed (‘Stock Exchange’) and subject to requisite approvals, consents, permission and / or sanctions from RBI, SEBI, Stock Exchange and any other appropriate authorities to the extent applicable and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting any such approvals, consents, permission, and / or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder), and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board to create, offer, issue and allot from time to time, such number of Equity Shares by way of Right Issue upto Right Entitlement on a record date, to be decided at a later date to following Directors (Promoters) upon exercise of their right to convert following outstanding non-interest bearing unsecured loan at such price, at a premium or discount to the market price, considering the prevailing market conditions and such other considerations that the Board may, in its absolute discretion, decide, such that the aggregate value (including premium) may exceed their following Outstanding Loan amount and on such other terms and conditions as may be mentioned in the Draft Letter of Offer, Letter of Offer, Abridged Letter of Offer, and/ or Application Forms to be issued by the Company in respect of the Rights Issue (collectively referred to as “Issue Documents”)

Sr. No.	Name of Proposed Allottee	Category	Amount of Outstanding Unsecured Loan as on June 6, 2022*
1	Mr. Harish Manohar Sirwani	Director Promoter	Rs. 21,597,852
2	Ms. Nidhi Harish Sirwani	Director Promoter	Rs. 1,53,63,260

\*As per certificate dated June 06, 2022 issued by Raju & Prasad., Chartered Accountants bearing UDIN no. 22116727AKJSEP3776

**RESOLVED FURTHER THAT** subject to SEBI ICDR Regulations and other applicable laws, the Board be and is hereby authorized to decide and approve terms and conditions of conversion of above non-interest bearing unsecured loan of directors (promoters) into equity shares of the company on Right Issue Basis and balance amount if any deficit could be applied by above mentioned Directors and promoters up to their right entitlement as on the Record Date to be decided later on, as it may deem expedient.”

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to



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generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any Merchant Bankers or other Professional Advisors, Consultants and Legal Advisors to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

**ITEM NO. 2:**

**ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

To consider and pass the following resolutions as **Special Resolutions:**

“**RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the approval of the Registrar of Companies, the consent of the Members be and is hereby accorded for effecting the alteration in the existing Object Clause of the Memorandum of Association (the “MoA”) of the Company by the following as new sub clause 2 in Clause 3 Part [A] in the MoA:

“**Clause 3 Part [A] 2. To carry on business as, exporters, importers, buyers, sellers, traders, distributors, stockists, franchise, commission agents, brokers, C and F agents and dealers for all type of agricultural Commodities products which including food grains, cereals, seed, oil seeds, plants, materials, flowers, vegetables, tissue culture, mushroom and edible oil seed products and prepare products of any nature or description whatsoever including processing, canning and packaging of fruits and vegetables, and to cultivate, grow, breed, improve, develop, sales, purchase, trading, import, export or otherwise deal in all kind of foundation seeds, certified seeds, truthful labeled seeds, research seeds, crop seeds, hybrid seeds, fodder seeds, vegetable seeds, flower seeds, plants seeds, agriculture products, food grains, vegetable and fruits, and all classes and kinds of fertilisers, organic fertilisers, inorganic fertilisers and to carry on business of farmers, horticultures, growers, seed producers or nurserymen, and to carry on the business of growing, processing, warehousing, trading, wholesaling, retailing, export, import & other related activities with respect to agriculture products like, food grains, pulses, vegetables, fruits, spices and other related products and dairy products”**

**RESOLVED FURTHER THAT** the Board of Directors of the Company (the “Board” which term shall be deemed to include its committees also) and/or Company secretary so authorised by the Board, be and are hereby severally authorised to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same.”

**By order of the Board of Directors,  
Roni Households Limited  
Sd/-  
Harish Manohar Sirwani  
Managing Director  
DIN: 07844075**

**Place: Jalgaon, Maharashtra  
Date: June 09, 2022**



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**Notes:**

1. Pursuant to Section 102(1) of the Companies Act 2013 and Secretarial Standard 2 on General Meeting, an explanatory Statement setting out material facts relating to the proposed resolutions are appended to this notice.
2. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility to all members of the Company. The Company has entered into an agreement with National Securities Depository Limited (“NSDL”) for facilitating remote e-voting.
3. This notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on **Friday, June 03, 2022**. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on **Friday, June 03, 2022**. Member who does not receive the postal ballot notice may send an email to [info@ronihouseholds.com](mailto:info@ronihouseholds.com) or may apply to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and obtain a copy of postal ballot notice. The copy of postal ballot notice may also be downloaded from website of Company at [www.ronihouseholds.com](http://www.ronihouseholds.com) and website of e-Voting Agency at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
4. The Company is sending the Notice electronically to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company’s Registrar and Share Transfer Agent i.e., Bigshare Services Private Limited. Physical copy of the Notice and Postal Ballot Form are being sent to those members who have not registered their e-mail address with the Company or the Depository Participant(s) along with postage prepaid self-addressed Business Reply Envelope (‘BRE). Accordingly, the communication on Assent or Dissent of the Members will take place through remote e-voting system. The Shareholders are requested to note that in terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
5. In accordance with the MCA Circulars, to facilitate remote e-voting & receipt of notice in Electronic mode by shareholders who have not yet registered their email address with Company/ Depository Participant, the Company has made special arrangement with NSDL for registration of email addresses in terms of the General Circular No. 17/2020 issued by the Ministry of Corporate Affairs dated April 13, 2020. The process for registration of email addresses is as under:
  - (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [info@ronihouseholds.com](mailto:info@ronihouseholds.com).
  - (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [info@ronihouseholds.com](mailto:info@ronihouseholds.com).
  - (c) Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
6. Any query/grievance may please be addressed to Ms. Richie Kothari, Company Secretary with respect to the voting by remote electronic means at: Email id: [info@ronihouseholds.com](mailto:info@ronihouseholds.com) or to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
7. The Portal for remote E-voting will remain open for the Members for exercising their remote e-voting during **Friday, June 10, 2022 (09:00 A.M.) and will end on Saturday, July 09, 2022 (05:00 P.M.) (Both days inclusive)**. During this period, the Members of the Company holding equity shares either in physical form or dematerialised form, as on **Friday, June 03, 2022 (‘cut-off date’)**, may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it



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subsequently or cast the vote again. Please note that remote E-voting module shall be disabled for voting by NSDL after the last date and time.

8. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
9. The Scrutinizer's decision on the validity of the voting shall be final.
10. A copy of the Postal Ballot Notice is also available on the website of the Company viz. [www.ronihouseholds.com](http://www.ronihouseholds.com) and e-voting website viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and at the corporate announcement section of the website of the BSE Limited on which the equity shares of the Company are currently listed.
11. The Board of Directors have appointed M/s SCS and Co LLP, Practicing Company Secretary (Firm Unique Code: -L2020GJ008700), as Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner and to receive and scrutinize the votes received through remote e-voting platform/Postal Ballot. After completion of the scrutiny of votes received, the scrutinizer will submit the report to the Chairman of the Company.
12. The Resolution will be taken as passed effectively on **Saturday, July 09, 2022** being last date for voting, if the result of the voting indicates that the requisite votes, as required for Ordinary/ Special Resolutions, had received assent to the Resolution. The result of the voting will be declared on or before **Monday, July 11, 2022** at the Registered Office of the Company. The result of the voting will also be posted on the Company's website [www.ronihouseholds.com](http://www.ronihouseholds.com); and communicated on the same day to stock exchange.
13. Resolution approved by the members through Postal Ballot/remote e-voting are deemed to have been passed effectively at a General Meeting of the Members.



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**INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING**

The remote e-voting period begins on **Friday, June 10, 2022 (09:00 A.M.) and will end on Saturday, July 09, 2022 (05:00 P.M.). (Both days inclusive)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **cut-off date i.e. Friday, June 03, 2022** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, June 03, 2022**.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.</li><li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li></ol>





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Individual Shareholders holding securities in demat mode with CDSL	<p>4. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi /Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>5. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>6. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>7. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in Demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.



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Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**



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6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [scsandcollp@gmail.com](mailto:scsandcollp@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [info@ronihouseholds.com](mailto:info@ronihouseholds.com)



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2. In case shares are held in Demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [info@ronihouseholds.com](mailto:info@ronihouseholds.com). If you are an Individual shareholders holding securities in Demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in Demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their Demat account in order to access e-Voting facility.



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**EXPLANATORY STATEMENT**

**(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard 2 on General Meetings)**

**ITEM NO. 1**

**CONVERSION OF NON INTEREST BEARING UNSECURED LOAN OF DIRECTORS (PROMOTERS) INTO EQUITY SHARES OF THE COMPANY: - SPECIAL RESOLUTION**

Board of Directors vide their Meeting dated February 07, 2022 approved and proposed before the Shareholders Conversion of Non-Interest Bearing Loan of Directors, i.e. of Mr. Harish Sirwani (DIN-07844075), Managing Director and Promoter of the Company and from Mrs. Nidhi Sirwani, (DIN-07941219) Whole Time Director and Promoter of the Company into Equity Shares of Company via subscribing to Proposed Right Issue of Company. Then after shareholders approved above Conversion of Loan of Directors into Equity Shares via Postal Ballot Resolution passed on March 11, 2022.

The Company had borrowed funds from Mr. Harish Sirwani (DIN-07844075), Managing Director and Promoter of the Company and from Mrs. Nidhi Sirwani, (DIN-07941219) Whole Time Director and Promoter of the Company and the same has been forming part of Unsecured Loan in the Company's books of accounts as on June 06, 2022. They have requested that their existing outstanding unsecured loan to the Company be converted into equity shares. In supersession of Resolution passed by Shareholders for Conversion of Loan of Directors into Equity Shares on March 11, 2022, Based on the request of above Directors, the Board has resolved to create, issue, offer and allot up to such number of Equity Shares to Mr. Harish Sirwani and Mrs. Nidhi Sirwani by way of conversion of unsecured loan from directors (promoters) into equity shares of the company on Right Issue Basis and balance amount if any deficit could be applied by such Directors and promoters on a right issue basis up to their right entitlements as on the Record Date to be finalized later on. The Special Resolution as mentioned under Item No. 1 proposes to authorize the Board to issue and allot these Equity shares on Right Issue basis, in such manner and on such terms and conditions as prescribed under SEBI (ICDR) Regulations, 2018 and in compliance with Section 62(1)(a) and other applicable provisions of the Companies Act, 2013.

The following are the details of the unsecured loan sought to be converted into Equity Shares pursuant to this resolution:

Sr. No.	Name of the Director	Amount of unsecured loan as on June 6, 2022 to be converted in to equity shares	Number of Equity Shares to be issued
1	Mr. Harish Manohar Sirwani	Up to Rs. 2,15,97,852	Up to their Right Entitlement under Proposed Right Issue of Company up to Rs. 8 Crores
2	Ms. Nidhi Harish Sirwani	Up to Rs. 1,53,63,260	

\*As per certificate dated June 06, 2022 issued by Raju & Prasad Chartered Accountants bearing UDIN no. 22116727AKJSEP3776

The Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

**ITEM NO.02**

The Board at its Meeting held on June 09, 2022 has examined the working of the Company. Your, board has come to an opinion that the company needs to diversify and rejuvenate its business. Your, Board has decided to establish a new business prospects and for the same company needs to alter its Main Object. The proposed alteration to the main objects of the memorandum of association shall enable the company to expand its activities and venture into new areas of business. For altering the Main Object, the Company requires your approval.



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As per the provisions of Section 13 and 110 of the Companies Act, 2013 read with other applicable provisions, for altering the main object clause of the Memorandum of Association approval of the members by passing Special Resolution is required. Accordingly shareholders' approval is sought for the same.

None of the Directors, Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/ indirectly interested in the above resolution except to the extent of their respective interest as shareholders of the Company.

**By order of the Board of Directors,  
Roni Households Limited**

Sd/-

**Harish Manohar Sirwani  
Managing Director  
DIN: 07844075**

**Place: Jalgaon, Maharashtra  
Date: June 09, 2022**