



JLA INFRVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

Date: 28.01.2023

To,

BSE Limited,

Listing Compliance Monitoring Cell,

24th Floor, P.J. Towers,

Dalal Street, Mumbai -400001

BSE Scrip Code: 538765

Sub.: Notice for Extra- ordinary general meeting of the Company

Dear Sir/Madam,

In reference to the aforesaid subject, we wish to inform you that the Extra Ordinary General Meeting (EGM) has been scheduled to be held on Friday, 24th February, 2023 at 03:00 p.m. at the registered office of the Company at NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102

Notice is enclosed herewith for your reference. Please take the same on your records.

Thanking you,

For JLA Infraville Shoppers Limited

CHAITANYA Digitally signed by
CHAITANYA PURI
Date: 2023.01.28
16:45:24 +05'30'
A PURI

**Chaitanya Puri
(Company Secretary & Compliance Officer)**

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-ordinary general meeting of the members of **JLA Infraville Shoppers Limited** (“the company”) will be held on Friday, the 24th day of February, 2023 at 03:00 p.m. at the registered office of the Company at NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102 to transact the following business:

SPECIAL BUSINESS**ITEM NO. 1: TO CONSIDER AND APPROVE THE APPOINTMENT OF STATUTORY AUDITORS ARISING OUT OF CASUAL VACANCY**

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(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), as recommended by the Board of Directors of the Company, M/s. KAMAL GUPTA ASSOCIATES (Firm Regn. No. 000752C) be and is hereby appointed as the Statutory Auditors of the company to fill the casual vacancy caused due to the resignation of M/s. V.P. Aditya & Company, Chartered Accountants, for the financial year 2022-23.”

“RESOLVED FURTHER THAT M/s. KAMAL GUPTA ASSOCIATES (Firm Regn. No. 000752C), Chartered Accountants, Kanpur be and are hereby appointed as Statutory Auditors of the Company from this Extra-ordinary General Meeting and that they shall hold the office as Statutory Auditors until the conclusion of the ensuing Annual General Meeting and that they shall conduct the statutory audit for the financial year 2022-23, on such remuneration as may be fixed by the Board of Directors/Committee thereof as the case may be in consultation with auditors thereon.”

RESOLVED FURTHER THAT any of the Board of Directors and KMPs of the Company, be and are, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be



JLA INFRVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

necessary, proper, expedient or incidental to give effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

Date: 28.01.2023

By the order of the Board

Place: Bengaluru

For JLA Infraville Shoppers Limited

Sd/-

**Chaitanya Puri
Company Secretary & Compliance Officer**

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, with regard to the Special Business is appended.
2. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend and vote instead of himself/herself, such proxy/proxies need not to be a member of the company. A person can act as proxy on behalf of members not exceeding (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. The instrument of Proxy in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution authority, as applicable.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney/Letter of Representation authorizing its representative to attend and vote on their behalf at an Extra Ordinary General Meeting.
4. Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed and signed) to the Meeting.

5. SEBI & the Ministry of Corporate Affairs encourage paperless communication as a contribution to greener environment.

Members holding shares in physical mode are requested to register their e-mail ID's with the Bigshare Services Private Limited, the Registrars & Share Transfer Agents of the Company and members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs) in case the same is still not registered.

If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

6. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to Bigshare Services Private Limited.

7. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in demat / electronic form, the nomination form may be filed with the respective Depository Participant.

8. With reference to Rule 20 of the Companies (Management and Administration) Amendment Rules 2015, your company is listed on SME of Platform of BSE under the regulation of chapter XB of the SEBI(Issue of Capital and Disclosure Requirement) Regulations, 2009, is not required to provide the e-voting process for the consideration of resolutions, proposed at the General Meeting.

9. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, February 17th, 2023 shall be entitled to vote in the extra ordinary general meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 1:**

M/s. V.P. Aditya & Company, Chartered Accountants, have tendered their resignation as Statutory Auditors as they are not in a position to devote the time to the affairs of the Company and they have expressed that they will not be able to continue as statutory auditors, which has resulted into casual vacancy in the office of Statutory Auditors of the company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. The audit committee has recommended the name of M/s. KAMAL GUPTA ASSOCIATES (Firm Regn. No. 000752C) to the Board of Directors to appoint them as the statutory auditors of the Company. Further Board of Directors considered the recommendation of the Audit Committee and found that M/s. KAMAL GUPTA ASSOCIATES, Chartered Accountants are the most suitable firm, considering their experience and knowledge, for the appointment as the statutory Auditors of the Company.

Accordingly, Board proposes that M/s. KAMAL GUPTA ASSOCIATES (Firm Regn. No. 000752C), Chartered Accountants, Kanpur, be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. V.P. Aditya & Company, Chartered Accountants.

M/s. KAMAL GUPTA ASSOCIATES, Chartered Accountants, Kanpur, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, are in any way, concerned or interested in the said resolution.

Date: 28.01.2023**By the order of the Board****Place: Bengaluru****For JLA Infraville Shoppers Limited****Sd/-****Chaitanya Puri
Company Secretary & Compliance Officer**

Disclosure relating to auditors pursuant to Para A of Part A of Schedule III under regulation 30(2) Of SEBI (LODR) Regulations, 2018**1. BRIEF PROFILE OF THE STATUTORY AUDITORS RESIGNING FROM THE COMPANY**

- a. **Name of the Statutory Auditors:** V.P. ADITYA & COMPANY (Firm Reg. No. 000542C)
- b. **Date of Resignation:** 21/01/2023
- c. **Detailed Reasons for Resignation:**

Engagement in other assignments, they will not be able to devote their time in the affairs of the company and hence resigning as the statutory auditors of the company.

2. BRIEF PROFILE OF THE STATUTORY AUDITOR BEING APPOINTED IN THE COMPANY

- a. **Name of the Statutory Auditors:** M/s. Kamal Gupta Associates, Chartered Accountants (Firm Reg. No. 000752C)
- b. **Reasons for Appointment:** To fill up the Casual Vacancy in the Office of Statutory Auditor
- c. **Term of Appointment:** FY 2022-2023 i.e. to hold the office till the conclusion of the ensuing 10th Annual General Meeting of the Company.
- d. **Brief Profile of the Audit Firm:** M/s. Kamal Gupta Associates, Chartered Accountants, over the period of last few years, has grown into an institution that embodies the highest standards of professional integrity, expertise and values.

Moreover M/s. Kamal Gupta Associates, Chartered Accountants, have subjected themselves to peer review process of Institute of Chartered Accountants of India and holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India



JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

FORM NO. MGT-11 **PROXY FORM**

Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member:

Registered Address:

E-mail Id:

Folio No.:

DP ID- Client ID:

I/We, being the member of _____ Shares of above mentioned Company hereby appoint:-

Name:

Address:

E-mail Id:

Signature:

Or failing him / her

Name:

Address:

E-mail Id:

Signature:

Or failing him / her

Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf in the Extra Ordinary General Meeting of the Company to be held on Friday, February 24, 2023 at 03:00 p.m. at the registered office of the Company at NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102 and at any adjournment thereof in respect of such resolutions as are indicated below:



JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

| Resolution No. | Resolutions | | |
|---------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|
| | | For | Against |
| Special Business:- | | | |
| 1. | Appointment of M/s KAMAL GUPTA ASSOCIATES (FRN: 000752C) as Statutory Auditors to fill the Casual Vacancy caused due to resignation of existing auditors | | |

Signed this day of 2023.

Signature of the Member

Signature of the Proxy Holder(s)

AFFIX
REVENUE
STAMP
NOT LESS
THAN Re. 1

Note:

1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

2) The proxy need not be a member of the company.



JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

ATTENDANCE SLIP

(To be presented at the entrance)

Reg. Folio No:

No. of Shares held:

I certify that I am a member/proxy of the Company.

I hereby record my presence at the Extra Ordinary General Meeting of the Company to be held at the registered office of the Company at NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102 on Friday, February 24, 2023 at 03:00 p.m.

Member's/ Proxy name in BLOCK letters

Signature of Member/Proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the venue for the meeting.

Route map to the venue of Extra-Ordinary General Meeting

