

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512,

CIN No: L50100MH1985PLC036945

February 28, 2023

To,

BSE Limited

1st Floor, Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai - 400 001

Fax: 2272 3121, 2037, 2039, 2041

Email: corp.relations@bseindia.com

Dear Sir/Madam,

Scrip Code: 512441

Sub: Notice of Extraordinary General Meeting

Ref.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our letter dated February 27, 2023, wherein the Company had informed that the Extraordinary General Meeting of the Company is scheduled to be held on March 22, 2023, at 2.00 P.M.

Please find attached herewith the Notice of Extraordinary General Meeting of the Company scheduled to be Held On Wednesday, March 22, 2023, At 2:00 pm at The Registered Office Of The Company At B4/C5, Gods Gift Chs Ltd., N.M. Joshi Marg, Lower Parel, Mumbai - 400013

Brief details of the EGM of the Company are as under:

Cut off date for e-voting	Friday, March 17, 2023
Remote e-voting start date	Sunday, March 19, 2023
Remote e-voting start time	09:00 a.m.
Remote e-voting end date	Tuesday, March 21, 2023
Remote e-voting end time	05:00 p.m.
Date of EGM	Wednesday, March 22, 2023
EGM Time 12:00	02:00 p.m.

A copy of the Notice of the EGM is also being uploaded on the website of the Company i.e. <http://www.enbeetrade.com/> The above is for your information and dissemination to the Members.

Thanking You,

Yours Faithfully

For Enbee Trade and Finance Limited

Amarr Narendra Galla

Managing Director

Din: 07138963

ENBEE TRADE AND FINANCE LIMITED

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NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 1ST EXTRAORDINARY GENERAL MEETING (EGM: 01/2022-23) OF THE MEMBERS OF ENBEE TRADE AND FINANCE LIMITED WILL BE HELD ON WEDNESDAY, MARCH 22, 2023 AT 2:00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT B4/C5, GODS GIFT CHS LTD., N.M. JOSHI MARG, LOWER PAREL, MUMBAI - 400013

SPECIAL BUSINESS:

1. INCREASE IN AUTHORIZED SHARE CAPITAL;

To consider and if thought fit, the following resolution to be passed an ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 13, 61 and 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the Authorised Share Capital of the Company be and is hereby increased from Rs. 2,00,00,000/- (Rupees Two Crores) divided into 20,00,000 (Twenty lakh) equity Shares of Rs. 10/- each to Rs. 34,00,00,000 (Rupees Thirty-Four Crores) divided into 3,40,00,000(Three Crores forty lakhs) Equity Shares of Rs.10/- (Rupees Ten) each by the creation of additional 3,20,00,000 (Three Crores Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each.

RESOLVED FURTHER THAT, pursuant to the provisions of Section 13 & 61 and any other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder the consent of the Members be and is hereby accorded for substituting clause V of the Memorandum of Association of the Company with the following Clause V:

“V. The Authorised Share Capital of the Company is Rs. 34,00,00,000 (Rupees Thirty-Four Crores) divided into 3,40,00,000 (Three Crores forty lakhs) Equity Shares of Rs.10/- (Rupees Ten) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into different classes and to attach thereto respectively such preferential or special rights or privileges or conditions as may be determined by or in accordance with the regulations of the company”.

RESOLVED FURTHER THAT, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approval questions, difficulties or doubts that may arise in this regard.”

2. RE-APPOINTMENT OF MRS. SSAMTA AMAR GAALA (DIN: 07138965) AS WHOLE-TIME DIRECTOR OF THE COMPANY;

“RESOLVED THAT based on the recommendation of the Nomination and Remuneration Committee, Board of Directors, pursuant to the provisions of Sections 196, 196(3), 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the company and subject to such other approvals as may be necessary, on Recommendation of Nomination and Remuneration Committee, approval of members be and is hereby accorded to the re-appointment of Mrs. Ssamta Amar Gaala (DIN: 07138965) as Whole-time Director of the Company, for a period of 5 years commencing from 27th February, 2023 to 26th February, 2028

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at a remuneration decided by the Board, inclusive of perquisites as per applicable provisions of the Act read with rules thereof as amended from time to time, on the terms and conditions including payment of remuneration as contained in the draft amendment to service/employment agreement laid before this meeting and initialled by the Chairman for the purpose of identification with liberty and authority to the Board of Directors to revise the remuneration every year and/or alter and vary the terms and conditions within the applicable provisions of the Companies Act, 2013;

RESOLVED FURTHER THAT, where in any financial year during the tenure of the said Whole-time Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

RESOLVED FURTHER THAT, the Board of Directors (including its Nomination and Remuneration Committee thereof) be and is hereby authorized to modify the terms and conditions of appointment / remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time;

RESOLVED FURTHER THAT, Chairman and Managing Director of the Company be and is hereby authorized to sign and execute agreement / amendment and other necessary papers as regards to the amendment of the Service / Employment Agreement of Mrs. Maya Shah, Whole-time Director of the Company and to do all such acts, deeds, matters and things including but not limited to filing of requisite application/forms/reports etc with the Ministry of Corporate Affairs or with such other Statutory Authorities as may be required to give effect to the said resolution."

3. TO APPROVE THE REMUNERATION PAYABLE TO MRS. SSAMTA AMAR GAALA (DIN: 07138965) AS WHOLE-TIME DIRECTOR, BEING RELATED PARTY HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY AND IN THIS CONNECTION, 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(1)(f) read with Companies (Meetings of Board and its Powers) Rules 2014 and all other applicable provisions, if any, of the Companies Act, 2013 including statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Nomination and Remuneration Committee, the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to the Board of Directors to approve the remuneration of Mrs. Ssamta Amar Gaala, Related party, to hold an office or place of profit in the Company to 2 Lakhs per month, effective from 27th February, 2023.

RESOLVED FURTHER THAT, Mrs. Ssamta Amar Gaala shall also be eligible for any other perquisites and benefits as are granted to other employees of the Company, in accordance with the Company's practice, rules and regulations from time to time.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper, or expedient to give effect to the aforesaid resolution".

By Order of the Board

For ENBEE TRADE AND FINANCE LIMITED

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Sd/-

Amarr Narendra Galla

Managing Director

(DIN - 07138963)

Date: February 27, 2023

Place: Mumbai

Notes:

- 1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.**
- 2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY**
- 3. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules 2014, 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 proxy for any other person or shareholder.**
- 4. The proxy form MGT-11, has been attached to this notice.**
- 5. 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.**
- 6. The instrument appointing the proxy, in order to be valid and effective must be deposited at the Registered Office of the Company duly filled, stamped and signed, not less than 48 (Forty-Eight) hours before the scheduled time of commencement of the EGM.**
- 7. Corporate Members intending to send their authorized representative(s) pursuant to section 113 of the Companies Act, 2013 to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. A person authorized by resolution under Section 113(1) of the Companies Act, 2013, shall be entitled to exercise the same rights and powers, including the right to vote by proxy, on behalf of the body corporate which he/she represents.**
- 8. Members/Proxies are advised to bring the enclosed Attendance Slip duly filled in for attending the meeting.**
- 9. Member holding shares in physical form are advised to update their address and bank account/ ECS details with the Company's Registrar & Share Transfer Agent, M/s. Adroit Corporate Services Pvt. Ltd, Mumbai.**
- 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 electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.**
- 11. The Register of Members and the Transfer Books of the Company shall remain closed on March 16, 2023, to March 22, 2023 (both days inclusive).**
- 12. All documents referred to in accompanying Notice is open for inspection at the registered office of the Company on all working days between 9.00 a.m. to 12.00 noon up to the date of EGM.**
- 13. Members seeking the information with regards to the proposed resolution are requested to write to the Company at least one week in advance so as to enable the management to keep the information ready.**

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14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which the Directors are interested and are maintained under Section 189 of the Companies Act, 2013 will be made available for inspection by the members at the EGM venue during the continuance of the meeting.

15. Pursuant to the provision of Section 107 and 108, read with companies (Management and Administration) Rules 2014, the company is pleased to offer the option of E-Voting facility to all the members of the company. For this purpose, the company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating E-voting. The company has appointed Amit R Dadheech & Associates, Practicing Company Secretaries (Membership No. 22889; Certificate of Practice No. 8952) as Scrutinizer for conducting the e-voting process in a fair and transparent manner.

16. The members who have acquired the shares after the dispatch of the Notice shall be eligible for voting through electronic mode by obtaining login Id and password after logging on www.evotingindia.com. The notice is also available on the website of the Company at www.enbeetrade.com

17. A member may participate in the Extraordinary General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting.

18. Members whose name is 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, March 17, 2023) only shall be entitled to avail the facility of remote e-voting as well as voting in the Extraordinary General Meeting.

19. The Route Map of the venue of this Extraordinary General Meeting is placed below this Notice.

20. The instructions for shareholders voting electronically are as under:

1. The remote e-voting period begins on 19th March, 2023 at 09:00 a.m. and ends on 21st March, 2023 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 17th March, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. Shareholders who have already voted electronically prior to the meeting date would not be entitled to vote at the meeting venue.

3. The shareholders should log on to the e-voting website www.evotingindia.com.

4. Click on Shareholders.

5. Now Enter your User ID a. For CDSL: 16 digits beneficiary ID, b. For CDSL: 8 Character DP ID followed by 8 Digits Client ID, c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

6. Next enter the Image Verification as displayed and Click on Login.

7. 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.

8. If you are a first-time user follow the steps given below: For Shareholders 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) Shareholders who have not updated their PAN with the Company/Depository* Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. Dividend Bank Details OR Date of Birth (DOB) Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the* Shareholder id / folio number in the Dividend Bank details field as mentioned in instruction (5).

9. After entering these details appropriately, click on "SUBMIT" tab.

10. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders holding shares in de-mat 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

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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.

11. For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

12. Click on the EVSN for UTC Fire & Security Limited.

13. 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.

14. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

15. 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.

16. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

17. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

18. If a De-mat account holder has forgotten a login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

19. Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No-1

The Current Authorized Capital of the Company is Rs. 2,00,00,000/- (Rupees Two Crores) divided into 20,00,000 (Twenty lakh) equity Shares of Rs. 10/- each. The Company proposes to increase its authorized share capital to Rs. 34,00,00,000 (Rupees Thirty-Four Crores) divided into 3,40,00,000 (Three Crores forty lakhs) Equity Shares of Rs.10/- (Rupees Ten) each by the creation of additional 3,20,00,000 (Three Crores Twenty Lakhs) Equity Shares of Rs.10/- each, to facilitate any fund raising in future via further issue of equity shares of the Company.

The increase in the Authorised Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Directors recommend the Resolution set out in the Notice for the approval of the Members.

No Director, Manager, other key managerial personnel and relatives of the same are concerned or interested in the passing of this Resolution.

ITEM No-2:

Based on the recommendation of the Nomination and Remuneration Committee and keeping in view of his vast experience and exposure in the field, the Board of Directors of the Company at its meeting held on 27th February, 2023, has re-appointment Mrs. Ssamta Amar Gaala (DIN: 07138965) as a Whole Time Director for a period of 5 years w.e.f 27th March, 2023 subject to approval of the members of the Company.

Brief Profile:

Mrs. Ssamta Gala is associated with the Company since 2015, Mrs. Samta Gala is a Graduate and has done her Diploma in Interior Designing. She also belongs to the promoter group of the Company and manages the financial decision of the Company in support with the well qualified and experienced staff. At present she is being appointed as whole Time Director of the Company.

She has contributed from grass roots to organization development with her rich experience and dedicated work with organization. She has a total experience of about 10 years. Your Board is of the opinion that considering the experience of Mrs. Ssamta Gala, her appointment as Whole Time Director will be beneficial to the Company. The terms and conditions including the remuneration to be paid in the event of loss or inadequacy of profit in any financial year during the tenure of her appointment are provided are stated below-

Broad particulars of the terms and conditions of re-appointment:

1) Remuneration :

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Salary: 2,00,000/- per month

Commission: At such a rate as may be determined by the Board pursuant to the provisions of the Companies Act, 2013, and not exceeding 5% of the net profits of the Company for each financial year of the Company.

- 2) **Perquisites:** Perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual cost. For the purposes of Perquisites stated above, "Family" means the spouse, dependent children and dependent parents of the Whole-Time Director.
- 3) **Overall Remuneration:** The aggregate of salary, commission and perquisites in any financial year shall not exceed the overall ceiling laid down in Section 197 and other applicable provisions of the Companies Act, 2013, read with Schedule V of the said Act as may for the time being in force.

DISCLOSURE AS PER SCHEDULE V OF THE COMPANIES ACT 2013

GENERAL INFORMATION:

Sr. No	Particular	Information
1.	Nature of industry	The Company is NBFC registered with RBI as NBFC (credit and Investment)
2.	Date or expected date of commencement of commercial production	The Company is in operation since 1985
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable.
4.	Financial performance based on given indicators (21-22)	*
5.	Foreign investments or collaborations, if any.	NA
II. Information about the appointee:		
1.	Background details	The background details are stated in Annexure to the Notice of the EGM.
2.	Past remuneration	24 Lakh per annum.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Detailed in explanatory statement as above.
5.	Remuneration proposed	As stated above in explanatory.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering the responsibility, proposed remuneration is commensurate with Industry standards and Board Level position held in similar sized and similar positioned business.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel ¹⁵ [or other director], if any.	Mrs. Ssmata Galla belong to promoter Group and holds 50,000/- shares in the Company. Further, she is w/o Amarr

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		Narendra Galla, Managing Director.
III. Other information:		
1.	Reasons of loss or inadequate profits	NA
2.	Steps taken or proposed to be taken for improvement	The Company is exploring the fund raising option to increase its revenue
3.	Expected increase in productivity and profits in measurable terms	The Company is an NBFC

*Financial indicators

Particulars	Note	Year Ended 31 March 2022 (Audited)	Year Ended 31 March 2021 (Audited)
I. Revenue from operations			
Interest Income	14	363.71	195.39
Total revenue from operations		363.71	195.39
ii. Other Income	15	0.27	0.23
I. Total income (i + ii)		363.98	195.62
II. Expenses:			
(a) Finance Cost	16	40.92	3.17
(b) Impairment of Financial Instrument (ECL)		(58.42)	70.28
(c) Employee Benefits Expense	17	177.77	92.48
(d) Depreciation and amortization	6	4.40	4.43
(e) Other expenses	18	68.82	15.80
Total Expenses		233.49	186.16
III. Profit before Extra Ordinary Items (I-II)		130.49	9.46
Extra Ordinary Items		-	-
IV. Profit before Tax		130.49	9.46
Current Tax	19	36.69	20.00
Deferred Tax	19	(0.39)	(17.37)
V. Total tax expense		36.30	2.63
VI. Net profit after tax (IV-V)		94.19	6.83

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Disclosure of information pursuant to Regulation 30 of SEBI {Listing Obligations and Disclosure Requirements} Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

Sr No.	Particulars	Details
1)	Brief Profile (in case of Appointment);	As stated above in the explanatory statement.
2)	Reason for change viz. appointment, Appointment resignation, the removal, death or otherwise relinquishment of Directorship;	Re-Appointment
3)	Date of appointment/ cessation / reappointment (as applicable) & Term of appointment;	23 rd February, 2023
4)	Directorships held in other Listed Companies	NIL
5)	Disclosure of relationships between directors (in case of Appointment of a Director);	Mrs. Ssamta Amar Gaala (DIN: 07138965) is a related party to Managing Director of the Company.

Mrs. Ssamta Amar Gaala is not debarred from holding office of Director by virtue of any SEBI order or any other such Authority.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Amarr Narendra Galla is concerned or interested in the proposed Resolution as set out in the Item No. 2 of the accompanying notice.

Item No. 3

Pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, consent of the Company is, inter alia, required to be accorded by the Company, where a Director or relative of a director is appointed to an office or a place of profit under the Company or a subsidiary of the Company. The Board of Directors at its meeting held on 27th February, 2023 based on the recommendation of the Nomination and Remuneration Committee and Audit Committee approved the remuneration of Mrs. Ssamta Amar Gaala as a Whole Time Director being wife of. Mr. Amarr Narendra Galla is a related party within the definition of Section 2(76) of the Companies Act 2013 ("Act"), as she is a relative of the Director(s) of the Company.

Brief Profile of Mrs. Ssamta Amar Gaala:

Mrs. Ssamta Gala is associated with the Company since 2015, Mrs. Samta Gala is a Graduate and has done her Diploma in Interior Designing. She also belongs to the promoter group of the Company and manages the financial decision of the Company in support with the well qualified and experienced staff. At present she is being appointed as whole Time Director of the Company.

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Presently, she is drawing remuneration from the Company within the limit prescribed under the Companies (Meetings of Board and its powers) Rules 2014 i.e. upto ₹ 2.50 Lakhs per month. However, considering the change in designation of Director, the Board of Directors (on the recommendation of the Nomination and Remuneration Committee and Audit Committee) thought fit to seek approval of shareholders to pay her remuneration within the limit prescribed under the said rules.

Further, fourth proviso to Section 188(1) of the Act prescribes that nothing in this subsection shall apply to any transactions entered into by the company in its ordinary course of business other than the transactions which are not on an arm's length basis. Although, the above transaction is at arms' length basis and in ordinary course of business for the Company, approval of shareholders is sought by way of an Ordinary resolution as a good governance practice.

Brief profile of Related Party and disclosure pursuant to Rule 15(3) of Companies (Meetings of Board and its powers) Rules 2014 are as under:

- I. Name of the related party: Mrs. Ssamta Amar Gaala
- II. Name of the Director or key managerial personnel who is related, if any: Mr. Amarr Narendra Galla (Managing Director)
- III. Nature of relationship: Mrs. Ssamta Amar Gaala (Whole Time Director), being wife of. Mr. Amarr Narendra Galla (Managing Director of the Company).
- IV. Nature, material terms, monetary value and particulars of the contract or arrangement: Appointment of Mrs. Ssmata Amar Gaala as a Whole Time Director and remuneration payable upto maximum limit of `upto 2.5 lakh per month effective 27th February,2023 as may be approved by the Board.
- V. Brief Profile and any other information relevant or important for the members to take a decision on the proposed resolution: Covered above.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Amarr Narendra Galla is concerned or interested in the proposed Resolution as set out in the Item No. 3 of the accompanying notice.

The Board of Directors recommends the passing of the resolution at Item No. 3 of the Notice convening the Meeting for the approval of the Members under Section 188 of the Companies Act, 2013 by way of an Ordinary Resolution.

The Board of Directors recommends the passing of the resolution at Item No. 3 of the Notice convening the Meeting for the approval of the Members way of an Special Resolution.

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**Certified to be a true copy.
For ENBEE TRADE AND FINANCE LIMITED**

Sd/-

Amarr Narendra Galla

Managing Director

(DIN - 07138963)

Date: February 27, 2023

Place: Mumbai

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PROXY FORM

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

CIN : L50100MH1985PLC036945

Name of the Company: ENBEE TRADE AND FINANCE LIMITED

Registered Office: B4/C5, Gods Gift Chs Ltd N M Joshi Marg, Lower Parel Mumbai 400013 IN

Name of the member(s) :

Registered Address:

Email ID :

Folio No. /Client ID/DP ID:

I/We, being the member(s) of shares of the above-named Company, hereby appoint:

1) Name:.....Address:.....

Email ID: Signature:

Or failing him

2) Name:.....Address:.....

Email ID:Signature:

Or failing him

3) Name:.....Address:.....

Email ID:Signature:

Or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Wednesday, 22th March, 2023, at 02:00 p.m. at B4/C5, Gods Gift CHS LTD., N.M. Joshi Marg, Lower Parel, Mumbai – 400013 and at any adjournment thereof in respect of such resolutions as are indicated below:

Special Business
1. TO INCREASE AUTHORISED CAPITAL OF COMPANY TO RS. 34,00,00,000
2. RE-APPOINTMENT OF MRS. SSAMTA AMAR GAALA (DIN: 07138965) AS WHOLE-TIME DIRECTOR OF THE COMPANY;
3. TO APPROVE THE REMUNERATION PAYABLE TO MRS. SSAMTA AMAR GAALA (DIN: 07138965) AS WHOLE-TIME DIRECTOR, BEING RELATED PARTY HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY AND IN THIS CONNECTION, IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S) THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:
4.
5.

Signed this day of 2023.

Signature of shareholder

Signature of Proxy holder(s)

Affix
Re.1
Revenue
Stamp

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512,

CIN No: L50100MH1985PLC036945

Notes:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commence of the meeting.
2. Notwithstanding the above the Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.

=====TEAR

HERE=====

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512,

CIN No: L50100MH1985PLC036945

ATTENDANCE SLIP

FOLIO NO. (Shares in physical mode)	
DP ID	
CLIENT ID	
NO. OF SHARES HELD	

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company. I hereby record my presence at the Extra-Ordinary General Meeting of the Company, to be held on Wednesday, March 22, 2023, at 02:00 p.m. at B4/C5, Gods Gift CHS LTD., N.M. Joshi Marg, Lower Parel, Mumbai – 400013 and at any adjournment thereof.

Signature of Member / Proxy

(THIS ATTENDANCE SLIP DULY FILLED TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512,

CIN No: L50100MH1985PLC036945

BY COURIER / REGD. POST

To,

If undelivered please return to:

ENBEE TRADE AND FINANCE LIMITED

(CIN: L50100MH1985PLC036945)

**B4 /C5, Gods Gift Chs Ltd N M Joshi Marg,
Lower Parel Mumbai 400013**