

# REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

CIN : L70109DL1995PLC064254

Reg. G-01, RG City Centre, Plot SU, LSC, Block B, Lawrence Road, New Delhi 110035,

email: rgcel1995@gmail.com

---

## A) Company application for Reclassification

Date: 16.03.2023

To,  
BSE Limited,  
Listing Compliance Monitoring Cell,  
24<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai -400001

Sub: Application for Reclassification under Listing Regulation 31A.

Sub: Application for Reclassification under Listing Regulation 31A.

The Company is in receipt of a request from Mr. Sunil Goel, and his family members, appearing as promoter(s) in records of the Company, on 29<sup>th</sup> November 2022 (As per Annexure 1), seeking reclassification under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The Company is only listed with BSE and no other Exchange

Please find enclose herewith the details of RTGS/ NEFT Payment made towards processing fees of Rs.50,000 + GST (18%). The same is being paid vide utr no. **KARBN23075967361**

Dated 16.03.2023

Reference id:30006545

We hereby request you to kindly process our application for reclassification of promoter as public under Regulation 31A of Listing Regulations 2015 and grant your approval.

In case of any query, please contact the following person:

Name: Deepak Gupta

Designation: Whole Time Director

E-mail ID:deepak.gupta@rggroup.in

Telephone No: 9560096060

For Real Growth Commercial Enterprises Limited

For Real Growth Commercial Enterprises Ltd.

Yours Faithfully,  
Deepak Gupta  
(Whole Time Director)  
DIN: 01890274

  
/Auth. Sign.



# Karnataka Bank

Your Family Bank. Across India.

## Cyber Receipt

### Transaction Details:

Transaction Reference Name: **-NIL-**

Amount: **INR 59,000.00**

Payment Date(dd/MM/yyyy): **16/03/2023**

Beneficiary Reference: **BENREFNO**

Reference ID: **30006545**

Pay From Account: **REAL GROWTH  
COMMERCIAL  
ENTERPRISES LIMITED  
(EARLIER AS RAJESH  
PROJECTS FINANCE P**

Beneficiary Name: **BSE LIMITED 0643 ICICI**

Network: **NEFT**

Remarks: **PAY TO BSE LIMITED  
MUMBAI**

UTR Number: **KARBN23075967361**

Transaction Status: **Success**

# REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

CIN : L70109DL1995PLC064254

Reg. G-01, RG City Centre, Plot SU, LSC, Block B, Lawrence Road, New Delhi 110035,

email: rgcel1995@gmail.com

Annexure II

S.No.	Name of Promoters Seeking Re-classification	No. of Shareholders	Percentage of Shareholdings
1	Mr. Sunil Goel	NIL	NIL
2	Mrs. Kamla Rani Goel*	NIL	NIL
3	Ms. Kanchan Goel	NIL	NIL
4	Mr. Kasturi Lal Goel*	NIL	NIL
5	Ms. Kiran Goel	NIL	NIL
6	Mr. Kulbhushan Goel	NIL	NIL
7	Mr. Lalit Kishore	NIL	NIL
8	Ms. Meena Goel	NIL	NIL
9	Mr. Rajiv Goel	NIL	NIL
10	Mr. Sahil Goel	NIL	NIL
11	Mr. Siddharth Goel	NIL	NIL

(\*Expired)

## List of promoter(s) post reclassification

S.No.	Name	No. of Shareholders	Percentage of Shareholdings
	<b>Individuals/Hindu undivided Family</b>		
1	Mr. Rajesh Goyal	188700	4.72
2	Mrs Suchita Goel	198200	4.96
3	Mr. Jai Bhagwan Goel	20000	0.50
4	Mrs. Krishna Goel	20400	0.51
	<b>Any Other (specify)</b>		
5	Rajesh Projects (India Private Limited	640000	18.5
6	RKG Estates Private Limited	50000	1.25
7	RKG Holdings Private Limited	50000	1.25
	Total	1167300	

For Real Growth Commercial Enterprises Ltd

For Real Growth Commercial Enterprises Ltd.

(Deepak Gupta)  
Whole Time Director

DIN:01890274

  
Auth. Sign.

November 29, 2022

To,  
 The Board of Directors  
 Real Growth Commercial Enterprises Limited  
 1601, RG Trade Tower, Plot No. B-7,  
 Netaji Subhash Place, Pitampura  
 New Delhi, 110034

Subject: Request for Reclassification from 'Promoter & Promoter Group' Category to 'Public' Category under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Dear Ma'am/ Sir,

The undersigned, Sunil Goel, is making this request letter before Real Growth Commercial Enterprises Limited ("RGCEL" OR "Company") under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") for himself as well as his family members/relatives (details described in Annexure-A) who have authorized the undersigned for the said purpose (See Authority letters attached at Annexure-B), without prejudice to the fact that the undersigned along with his family members is not (and have not been for over two decades) shareholder of the Company, much less its Promoter. Even still, to end their suffering owing to the freeze of the undersigned's Demat accounts (for over three years now for no fault) and their name erroneously appearing in the list of the Company's promoters (even though none of them is the Company's shareholders for over two decades), the undersigned requests the Company to consider this request and take all necessary steps and approvals, ensuring that the undersigned/his family members (as mentioned in Annexure- A) are reclassified from the Promoter & Promoter Group Category to Public Category, and not be reported as such for sanity and correctness of record.

#### 1. Facts and Circumstances warranting this request

- 1.1 The Company flouted SEBI Circular CIR/MRD/DP/10/2015 dated 05.06.2015 (A copy of the circular is attached as Annexure - C) that is to update Distinctive Number (DN) information about all the physical share capital and overall DN range for dematerialized share capital even after more than three years since the original deadline—December 31, 2015. Consequently, on July 19, 2019, the Demat Accounts of the undersigned got frozen.
- 1.2 The undersigned learned about the said freeze only after it had once been imposed on his Demat accounts. Admittedly, the sole reason behind the said freeze is that a company named Real Growth Commercial Enterprises Limited ("RGCEL" or "Company") had not complied with provisions of LODR Regulations and circulars issued by SEBI.
- 1.3 The undersigned was confused about why his Demat accounts have been frozen for non-compliance by the Company, with which he holds no association or connection whatsoever. Upon seeking professional advice, the following emerged—

Page 1 of 4

For Real Growth Commercial Enterprises Ltd.

  
 Auth. Sign.



- 1.3.1 KRS Financials Private Limited ("KRS") was incorporated in 1996, with the undersigned and his family members as initial promoters. Later, in 1997-98 (two decades ago), the undersigned and his family members sold all their shareholding in KRS and resigned from their directorship; since then, they have had no connection with KRS in any way.
- 1.3.2 Post - 1997/98, KRS witnessed multiple changes in ownership, constitution, management, and name (KRS Financials Pvt Ltd had changed its name twice—first to Rajesh Projects & Finance Limited in 2001; and after that to RGCEL in 2011). Thus, yesterday's KRS Financials Pvt Ltd became today's RGCEL (the Company) after undergoing changes so material that changed its very substratum – this happened without the participation of the undersigned or his family members, in any way.
- 1.3.3 The Company came out with IPO in the year 1995 and the undersigned along with his family members, sold their entire shareholding in RGCEL in the year 1997/98. RGCEL got listed on Delhi Stock Exchange, Ahmedabad Stock Exchange and Jaipur Stock Exchange. The undersigned held a directorial position in RGCEL till 1997/98. Later in the year 1998, he not just resigned from the directorship but also liquidated his entire shareholding in the Company. Ever since then, the undersigned along with his family members is unaware of the Company/ its present promoters.
- 1.3.4 Upon freeze of undersigned's Demat account, and upon research of facts about the Company he discovered the fact that the Company got listed at BSE under the direct listing route in the year 2016 and shockingly the names of the undersigned, along with his relatives, appear in the list of RGCEL's promoters because in 2016, RGCEL, while getting listed on BSE, mentioned the names of the undersigned and his family members as 'promoters' in its 'Information Memorandum', which lacked any basis and rife with incorrect details- even deceased father and mother of the undersigned (names given in Annexure-A) were shown as promoters. Therefore, since then, their names have incorrectly appeared in the promoter list of the Company.
- 1.4 Once the undersigned obtained reasons for the freeze, he approached BSE, CDSL, NSDL and SEBI to explain the matter and seek relief from this injustice, but his efforts were futile. Therefore, as a last resort, the undersigned filed a writ petition before the Hon'ble High Court of Delhi registered as **Sunil Goel Vs SEBI and Ors. W.P. (C) 3821/2020**.
- 1.5 Hon'ble High Court of Delhi, vide order dated December 17, 2020, in Re: W.P.(C) 3821/2020, directed the Company to take all necessary steps under Reg 31A of LODR Regulations to reclassify the undersigned and his family members and end their sufferings. This order was passed because SEBI's counsel suggested that if RGCEL took the necessary steps, the freeze on his Demat account would automatically get released. A copy

of the Hon'ble High Court Order dated December 17, 2020, has been attached as Annexure -D.

- 1.6 The Company has also confirmed via an affidavit of March 12, 2022, before the Hon'ble High Court of Delhi, in Re- W.P.(C) 3821/2020, that the undersigned and his family, including his brother, and his deceased parents (father since 2010, and mother since 2016) etc., are not shareholders of the Company - *much less they can be associated as Company's promoters.*
- 1.7 To comply with the orders of the Hon'ble High Court, the Company has purportedly registered all 650,040 shares in the names of actual shareholders and corrected its records on their own, which reconfirms that the undersigned and his family members were not even holding the Company's shares - much less they could be called Company's promoters.
- 1.8 The undersigned applied with SEBI under Reg. 102 r/w Reg. 101 of LODR Regulations while invoking the inherent powers under Section 11 of SEBI Act, 1992, requesting to remove the freeze from his Demat Accounts - having his hard-earned life savings - standing frozen for over three years, for no fault of his own. In response to this Application, SEBI guided the undersigned to approach the Company.
- 1.9 The undersigned, without prejudice to the fact that he, along with his relatives, is neither a promoter nor shareholder of the Company, is making the instant request for setting the records straight and removing the freeze from his Demat Accounts. The undersigned's case is covered by Reg 31A of LODR, as the Hon'ble High Court has directed for the undersigned's reclassification, for which the Company must take all steps.
- 1.10 In addition, the following conditions are also satisfied by the undersigned, and his relatives/family members, thereby making it a fit case for their reclassification under straight-through processing:
  - (i) The undersigned and his relatives w.e.f. 1997/98 hold NIL shares /voting rights in the Company.
  - (ii) The undersigned and his relatives do not enjoy any control whatsoever over the affairs of the Company or over the Company itself.
  - (iii) The undersigned and his relatives are admittedly not the shareholders of the Company, do not enjoy any rights in the Company, and there are no formal/informal arrangements whatsoever.
  - (iv) The undersigned and his relatives do not hold any position on the board of the Company or otherwise - they are not even remotely connected to the Company's management.
  - (v) The undersigned and his relatives do not act as key managerial persons.
  - (vi) The undersigned and his relatives are not willful defaulters.
  - (vii) The undersigned and his relatives are not fugitive economic offenders.

For Real Growth Commercial Enterprises Ltd.

  
Auth. Sign.

Page 3 of 4



## 2. The rationale behind this request

The facts and submissions mentioned above show that w.e.f. 1997-98, the undersigned and his family members are neither shareholders nor promoters of the Company – and have not been associated with the Company remotely after exiting KRS and estranging it, which happened over two decades ago. Even so, the undersigned's Demat accounts – having his life-earned savings; have been lying frozen for over three years now, only due to their names incorrectly appearing as promoters of RGCEL, and as all authorities approached by the undersigned, including SEBI, BSE insisted on approaching the Company for a remedy, which on being approached has also suggested the undersigned to prefer this request, therefore, to resolve his suffering without prejudice to his rights under the law, and to buy peace of mind, the undersigned is moving this request for himself and on behalf of his family members whose names and details are given in **Annexure – A**, and supported by duly executed Authority Letters at **Annexure - B**. A list of the undersigned's Demat Accounts, which have been frozen, is attached herewith in **Annexure – E**.

In the light of the facts, circumstances and rationale mentioned above, in the interest of justice, the Company is requested to process the instant request for Reclassification under Regulation 31A of LODR.

It is sincerely requested that this request's severe urgency be noted and taken up at the earliest possible.

Thanking you,

In Gratitude,

For Real Growth Commercial Enterprises Ltd.



Auth. Sign.



Sunil Goel (Undersigned)

R/o - E14/5, Gate 2, Vasant Vihar, New Delhi 110057

Phone - 9818940333

Undertaking for Declassification from the Promoter and Promoter Group Category

November 29, 2022

To,

The Deputy General Manager,  
Listing Compliance Monitoring Cell,  
24<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai- 400001

Subject: Application under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015 for Declassification/removal of name from Promoter and Promoter Group Category of Real Growth Commercial Enterprises Limited ("RGCEL" or "Company")

Dear Ma'am/ Sir,

In connection with the application for declassification, I, Sunil Goel, on behalf of myself and my family members, namely Mr Siddharth Goel, Mr Sahil Goel, Mr Rajiv Goel, Ms Meena Goel, Ms Kanchan Goel, Ms Kiran Goel, Mr Kulbhushan Goel and Mr Lalit Kishore ("Goel Family") (with details and authorization letters attached in Annexure -A and Annexure -B respectively) hereby confirm and certify that:

1. I/We, along with persons related to me/us together:
  - a. do not hold any voting rights in the Company;
  - b. do not exercise control over the affairs of the Company, directly or indirectly;
  - c. do not have any special rights with respect to the Company through formal or informal arrangements, including through any shareholder agreements;
  - d. are not being represented on the board of directors (including not having a nominee director) of the Company;
  - e. do not act as a key managerial person of the Company;
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines; and
  - g. are not the fugitive economic offender.
2. There is no pending regulatory action against me/us.
3. I/We shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of declassification, failing which, I/we shall be removed as promoter/person belonging to the promoter group of the Company.
4. I/We shall comply with the conditions mentioned in the sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations,

For Real Growth Commercial Enterprises Ltd. Page 1 of 2

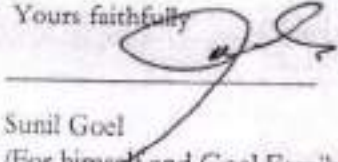
  
Auth. Sign.



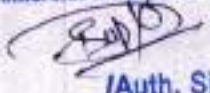


2015 for not less than three years from the date of declassification, failing which, I/we shall be reclassified as promoter/person belonging to promoter group of the Company.

Yours faithfully

  
\_\_\_\_\_  
Sunil Goel  
(For himself and Goel Family)  
R/o - E14/5, Gate 2, Vasant Vihar, New Delhi 110057  
Phone - 9818940333

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURI LAL GOEL R/O E14/5, GATE 2, VASANT VIHAR, NEW DELHI, 110057, TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED


I, Kanchan Goel W/o Kul Bhashan Goel R/o 33/4 Gokhale Marg, Lucknow, 226001, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Goel R/o E14/5 Gate 2, Vasant Vihar, New Delhi, 110057 who by relation is my husband's brother as my "Authorized Representative" to, sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

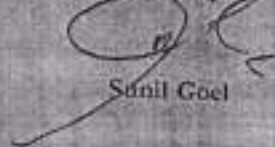
Signed and confirmed by:

  
Kanchan Goel

Date      November 18, 2022

Place     New Delhi and Lucknow

Accepted by:

  
Sunil Goel



ANNEXURE-B

AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURI LAL GOEL, R/O E14/5, GATE 2, VASANT VIHAR, NEW DELHI, 110057 TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

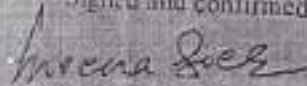
I, Meena Goel W/o Sunil Goel, R/o E14/5, Gate 2, Vasant Vihar, New Delhi, 110057, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel, R/o E14/5, Gate 2, Vasant Vihar, New Delhi, 110057, who by relation is my husband, as my 'Authorized Representative' to, sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

Signed and confirmed by:

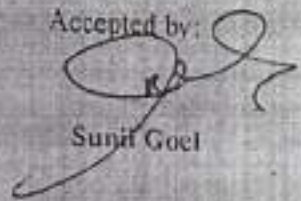


Meena Goel

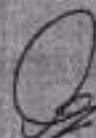
Date: November 18, 2022

Place: New Delhi

Accepted by:



Sunil Goel



AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURI LAL GOEL R/O E145, GATE 2, VASANT VIHAR, NEW DELHI, 110057, TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

I, Kiran Goel W/o Rajiv Goel, R/o 81-A/41, Punjabi Bagh, New Delhi, 110026, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel R/o E145, Gate 2, Vasant Vihar, New Delhi, 110057 who by relation is my husband's brother as my "Authorized Representative" to, sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

Signed and confirmed by

*Kiran Goel*

Kiran Goel

Date: November 18, 2022

Place: New Delhi

Accepted by:

*Sunil Goel*

Sunil Goel

*JS*

**AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURI LAL GOEL R/O E145, GATE 2, VASANT VIHAR, NEW DELHI, 110057, TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED.**

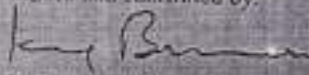
I, Kulbhushan Goel, S/o Late Shri Kasturi Lal Goel, R/o 3564, Gokhale Marg, Lucknow, 226001, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel, R/o E145, Gate 2, Vasant Vihar, New Delhi, 110057 who by relation is my brother as my "Authorized Representative" to sign and file a necessary application(s) along with undertaking(s) and any other necessary documents for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

Signed and confirmed by:

  
Kulbhushan Goel

Date: November 17, 2022

Place: New Delhi and Lucknow

Accepted by:

  
Sunil Goel



AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURI LAL GOEL R/O E14/5, GATE 2, VASANT VIHAR, NEW DELHI, 110057, TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

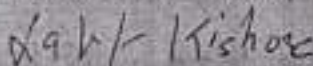
I, Lalit Kishore S/o Madan Kishore R/o D-149, Sector-147, Noida 201310, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel, R/o E14/5, Gate 2, Vasant Vihar, New Delhi, 110057, who by relation is my sister's husband, as my 'Authorized Representative' to sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

Signed and confirmed by:



Lalit Kishore

Accepted by



Sunil Goel

Date : November 17, 2022

Place : New Delhi



**AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURILAL GOEL  
R/O E14/5, GATE 2, VASANT VIHAR, NEW DELHI, 110057 TO SIGN AND FILE THE  
NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH  
COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT  
AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE  
"PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL  
ENTERPRISES LIMITED**

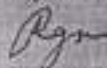
I, Rajiv Goel S/o Late Shri Kasturi Lal Goel, R/o 81-A/41 Punjabi Bagh New Delhi 110026, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel, R/o E14/5, Gate 2, Vasant Vihar, New Delhi, 110057, who by relation is my brother, as my 'Authorized Representative' to, sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

Signed and confirmed by:



Rajiv Goel

Date : November 17, 2022

Place : New Delhi

Accepted by:

  
Sunil Goel

AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURILAL GOEL R/O E14/5, GATE 2, VASANT VIHAR, NEW DELHI, 110057 TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

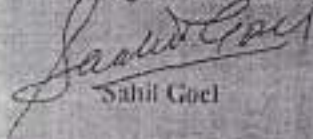
I, Sahil Goel S/o Sunil Goel, R/o E14/5, Gate 2, Vasant Vihar, New Delhi, 110057, hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel, R/o E14/5, Gate 2, Vasant Vihar, New Delhi, 110057, who by relation is my father as my "Authorized Representative" to, sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose; and
- ii. adhere to the conditions required to be observed for the above-said purpose.

Signed and confirmed by:

  
Sahil Goel

Accepted by:

  
Sunil Goel

Date : November 19, 2022

Place : New Delhi





AUTHORIZATION IN FAVOUR OF MR SUNIL GOEL S/O LATE SHRI KASTURI LAL GOEL R/O F14/5, GATE 2, VASANT VIHAR, NEW DELHI, 110057, TO SIGN AND FILE THE NECESSARY APPLICATION(S) OR ANY OTHER DOCUMENTS TO REAL GROWTH COMMERCIAL ENTERPRISES LIMITED OR BSE LIMITED OR ANY OTHER RELEVANT AUTHORITY/BODY FOR REMOVAL/DECLASSIFICATION MY NAME FROM THE "PROMOTER & PROMOTER GROUP" CATEGORY OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED.

I, Siddharth Goel S/o Kulbhushan Goel, R/o 35/4 Gokhale Marg, Lucknow 226001 hereby authorize Mr Sunil Goel S/o Late Shri Kasturi Lal Goel R/o F14/5, Gate 2, Vasant Vihar, New Delhi, 110057, who by relation is my father's brother as my "Authorized Representative" to sign and file a necessary application(s) along with undertaking(s) and any other necessary documents, for removal/declassification of my name from the "Promoter & Promoter Group" Category of Real Growth Commercial Enterprises Limited.

For the above-said purpose, I also authorize Mr Sunil Goel to make correspondences, appearances, and representations before authorities/bodies, as may be necessary, and do all other acts that are incidental to that, either by himself or through his duly appointed Advocate, Solicitor, Consultant, Professional or any other person.

I also unequivocally confirm and undertake to:

- i. abide by the undertakings submitted by Mr Sunil Goel for the above-said purpose, and
- ii. adhere to the conditions required to be observed for the above-said purpose.


Signed and confirmed by:

  
Siddharth Goel

Date : November 19, 2022

Place : New Delhi and Lucknow

Accepted by

  
Sunil Goel



**REAL GROWTH COMMERCIAL ENTERPRISES LIMITED**

CIN : L70109DL1995PLC064254

Reg. G-01, RG City Centre, Plot SU, LSC, Block B, Lawrence Road, New Delhi 110035,

email :rgcel1995@gmail.com

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED HELD ON WEDNESDAY 28<sup>th</sup> DECEMBER 2022, AT 4.00 PM AT GH 07A SECTOR 16B, GREATER NOIDA (WEST) UTTAR PRADESH**

**Consideration of Reclassification Request of Mr. Sunil Goel and his family from the promoters category to non promoter category as per Regulation 31A of the LODR, 2015**

The Board was informed that Mr. Sunil Goel and Family, persons belonging to the 'promoter and promoter group' of the Company, had each vide their respective letters dated 29th November 2022 requested the Company for re-classification from the 'promoter and promoter group' category to 'public' category to non-promoter category. The Company intimated the aforesaid request(s) for re-classification to BSE Limited on 29th November 2022.

Thereafter the following resolution was passed by the Board

**"RESOLVED THAT** pursuant to the provisions of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval from the members of the company, and such other Statutory Authorities, as may be required, and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force), the consent of the board be and is hereby accorded to re-classify the following applicants from "Promoter" category to "Non Promoter category:

**RESOLVED Further that name of Names of the Promoters seeking Re-classification are stated below:-**

Mr. Sunil Goel, Mrs. Kamla Rani Goel, Ms. Kanchan Goel, Mr. Kasturi Lal Goel, Ms. Kiran Goel, Mr. Kulbhushan Goel, Mr. Lalit Kishore, Ms. Meena Goel, Mr. Rajiv Goel, Mr. Sahil Goel and Mr. Siddharth Goel

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any Director of the Company, be and are hereby severally authorised on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds and things as are necessary and incidental thereto.

**For Real Growth Commercial Enterprises Limited**

For Real Growth Commercial Enterprises Limited

  
Director

(Deepak Gupta)

Director

DIN: 01890274

Add: D 9, Rana Pratap Road

Near Mosque, Adarsh Nagar

North West Delhi - 110033

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

**REAL GROWTH COMMERCIAL ENTERPRISES LIMITED**

**CIN – L70109DL1995PLC064254**

Regd. Off G 01, RG City Centre, Plot SU LSC,  
Block B, Lawrence Road, New Delhi- 110035  
Website: [realgrowth.co.in](http://realgrowth.co.in), Email: [rgcel1995@gmail.com](mailto:rgcel1995@gmail.com)

**NOTICE TO SHAREHOLDERS**

Notice is hereby given that the 25th Annual General Meeting of the members of Real Growth Commercial Enterprises Limited will be held on Monday 20<sup>th</sup> February 2023, at 11 A.M. at Tivoli Grand Resort Hotel, Alipur Opp. Sai Baba Mandir Road, Delhi - 110036 to transact the following business(s):

**Ordinary Business:**

**Item No. 1 Adoption of Audited Financial Statements**

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

**“RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

**Item No. 2 Appointment of Mr. Himanshu Garg (DIN: 08055616) as a Director, liable to retire by rotation, and being eligible, offers himself for re-appointment**

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

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Himanshu Garg (DIN: 08055616), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company.”

**Item No.3 Reclassification of Mr. Sunil Goel and his family from the promoter category to non-promoter category as per Regulation 31A of the LODR, 2015**

In this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as an Ordinary Resolutions:

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval from the BSE Limited, National Stock Exchange of India Limited, Securities and Exchange Board of India and such other Statutory Authorities, as may be required, and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to re-classify the following applicants from “Promoter” category to “Public” category:

For Real Growth Commercial Enterprises Ltd.



/Auth. Sign.

**Name of the Promoters seeking Re-classification:**

Mr. Sunil Goel, Mrs. Kamla Rani Goel, Ms. Kanchan Goel, Mr. Kasturi Lal Goel, Ms. Kiran Goel, Mr. Kulbhushan Goel, Mr. Lalit Kishore, Ms. Meena Goel, Mr. Rajiv Goel, Mr. Sahil Goel and Mr. Siddharth Goel

**No. of shares held as on date:** Nil

**(All the above specified Persons Seeking Reclassification) - Nil**

**Percentage (%) - Nil**

**FURTHER RESOLVED THAT** the directors of the Company be and are hereby severally authorized to do all such acts, deed and things as may be considered necessary in this respect."

**Item No. 4 To appoint Mr. Sanjay Kumar Jha as Director of the Company**

**To pass with or without modification following resolution as Ordinary Resolution**

"Resolved that subject to the provision of section 149,152, 160 and other applicable provisions the companies Act (Appointment and Qualification of Directors) Rules 2014(including any modification or re-enactment thereof for the time being in force Mr. Sanjay Kumar Jha (DIN: 07792067) who was appointed as Additional Director of the Company by the Board of Directors of the company in their meeting held on 21<sup>st</sup> December 2022 and on the recommendation of Nomination and Remuneration Committee , who holds office upto the date of ensuing AGM and in respect of whom company has received notice in writing from the members proposing candidature of Mr. Sanjay Kumar Jha, is be and hereby appointed as the Non -Executive Non Independent Director and whose period of office is liable to determination by retirement of Directors by rotation.

**Item No. 5 To appoint Mr. Surinder Kumar as Director of the Company**

**To pass with or without modification following resolution as Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1)and Section 149 read with schedule IV Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, Sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Consent of the Members be and is hereby accorded, to appoint Mr. Surinder Kumar, (DIN: 09076484) as Director(Non-Executive & Independent) on the Board of the Company w.e.f. 28.12.2022 to hold office subject to the approval of the members in the General Meeting, for a term five consecutive years (5 yrs)."

"RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with

For Real Growth Commercial Enterprises Ltd.

  
Auth. Sign.

the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

“RESOLVED FURTHER THAT any Directors of the company for the time being be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

**Item No. 6 To appoint Mr. Arvind Garg as Director of the Company**

To pass with or without modification following resolution as Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) and Section 149 read with schedule IV Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, Sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Consent of the Members be and is hereby accorded, to appoint Mr. Arvind Garg (DIN: 09840788) as Director (Non-Executive & Independent) on the Board of the Company w.e.f. 28.12.2022 to hold office subject to the approval of the members in the General Meeting, for a term five consecutive years (5 yrs).”

“RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

“RESOLVED FURTHER THAT any Directors of the company for the time being be and are hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.”

By order of the Board

for REAL GROWTH COMMERCIAL ENTERPRISES LIMITED



(RAJESH GOYAL)  
DIRECTOR  
DIN: 01339614

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

Place: New Delhi

Date: 27.01.2023

**NOTES**

1. **A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE VALID, THE DULY SIGNED AND COMPLETED PROXY MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**

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 a proxy for any other person or shareholder.

Unstamped or inadequate stamped proxies upon whom the stamps have not been cancelled are invalid. Proxy holder shall prove his identity at the time of attending Annual General Meeting.

2. All documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company during office hours on all days except Saturdays, Sundays and public holidays, up to the date of this 25th Annual General Meeting (AGM).
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The details as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, in respect of the director seeking appointment / re-appointment under item no. 2, 4, 5, 6 of this Notice, are annexed.
5. Corporate Members intending to attend the AGM through their authorized representatives are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. Members desirous of seeking any clarifications pertaining to agenda items at the AGM are requested to send their questions so as to reach the Company's Registered Office at least 7 days before the date of the AGM, so that the same can be suitably replied to.
7. Members are requested to address all correspondence, to the Registrar and Share Transfer Agents, Alankit Assignments Limited, 1, E/13, Alankit House, Jhandewalan Extension, New Delhi – 110055 or the Company at G-01, RG City Centre, Plot SU LSC Block B, Lawrence Road, New Delhi- 110035
8. The Register of Members and Share Transfer Books of the Company will be closed from Tuesday 14<sup>th</sup> February 2023, to Monday 20<sup>th</sup> February 2023, (both days inclusive) for the purpose of ensuing Annual General Meeting.
9. Members are requested to notify immediately any change/update of address/mandate/bank address, etc.

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sigr.

- i) To their Depository Participants (DPs) in respect of their electronic share accounts and
  - ii) To the Company in respect of their physical share, if any, quoting their folio number.
10. Members who hold shares in the physical form and wish to make/change in nomination in respect of their shareholding in the Company, as permitted pursuant to the provisions of Section 72 of the Companies Act, 2013, may do so by submitting, the prescribed Form SH-13, 14, duly filled-in with the company.
11. The Company is concerned about the environment and utilizes natural resources in a sustainable way. The Ministry of Corporate Affairs, Government of India, has permitted companies to send official documents to their Members electronically as part of its green initiatives in corporate governance.

To support the green initiative of the Ministry of Corporate Affairs, the Notice convening the AGM, Financial Statements, Directors' Report, Auditors' Report etc. is being sent by electronic mode to those Members whose email addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. Members may note that this Notice and the Annual Report 2019-20 will also be available on the Company's website, [www.realgrowth.co.in](http://www.realgrowth.co.in)

In order to restrict the email size and to avoid congestion of network and your email box, we are providing web links to access AGM Notice and Annual Report, hence we are not attaching the AGM notice and Annual Report with this email.

12. Register of contracts or arrangements in which directors are interested and other Statutory Registers as required as per the laws of land will be available for inspection at the registered office of the Company during the office hours on all working days between 10:00 A.M. to 02:00 P.M. except Sunday up to the date of the Annual General Meeting at the Registered Office of the Company.
13. Members Proxies should bring the Attendance Slip duly filled in, for attending the meeting. Members who have received the notice of AGM and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit the duly filled in Attendance Slip at the registration counter to attend the AGM.
14. In compliance with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards issued by the Institute of Company Secretaries of India, the Company has considered 13-02-2023 to determine the eligibility of Members to vote at the AGM ("Cut-off date"). The persons whose names appear on the Register of Members/List of Beneficial Owners as on the Cutoff date would be entitled to vote at the AGM.
15. Members who have not registered their e-mail address so far, are requested to register their e-mail address with their Depository participants/RTA/Company for receiving all communication including Annual Report, Notices, Circular's etc. from the Company electronically.
16. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or RTA for physical shares.
17. 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.

18. In terms of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote by electronic means for resolution set forth in this notice from a place other than the venue of AGM through remote e-voting services provided by National Depositories Services (India) Limited (NSDL). Members whose name appear in the Register of Members/List of Beneficial owners as on the Cut-off date 13-02-2023 will be able to cast their votes on electronic voting system.

Commencement of remote e-voting : 17-02-2023 at 9.00 am

Conclusion of remote e-voting : 19-02-2023 at 5.00 pm

Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.

**Common Instructions:**

- (i) E-voting shall not be allowed beyond 5.00 p.m. on 19-02-2023. During the e-voting period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Cut-off date, may cast their vote electronically. A person who is not a Member as on the Cut-off date should treat this notice for information purpose only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
- (ii) For any queries or issues regarding e-voting please refer to e-voting instructions as will be given on [realgrowth.co.in](http://realgrowth.co.in) or visit website of National Depositories Services (India) Limited (NSDL) at [www.evotingindia.com](http://www.evotingindia.com). In case of any queries/ grievances, members may refer to the Frequently Asked Questions ("FAQs") for Members and e-voting User Manual available at [www.evotingindia.com](http://www.evotingindia.com) or contact e-voting helpdesk at the designated email id i.e at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or can also refer to Company's Registrar & Share Transfer Agent at the below address, telephone nos: Alankit Assignments Limited, 1E/13, Jhandewalan Extension, New Delhi 110055, Telephone - 011-42541234, Website - [www.alankit.com](http://www.alankit.com), Fax- 011-42541201.
- (iii) The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on Cut-off date.
- (iv) The Board of Directors ("Board") has appointed Mr. Sachin Kumar Shrivastva, Company Secretaries, as the Scrutinizer to scrutinize that the remote e-voting process and voting at the meeting is conducted in a fair and transparent manner.  
The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unlock the votes through e-voting in the presence of at least 2 (two) witnesses, not in the employment of the Company and make, not later than 3 (three) days from the conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Company, who shall countersign the same
- (v) In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, the Chairman will offer an opportunity to such Members to vote at the Meeting for all businesses specified in the accompanying Notice. For abundant clarity, please note that the Members who have exercised their right to vote by electronic means may attend the AGM but shall not be entitled to vote at the Meeting. A Member can opt for only single mode of voting i.e. either through remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

For Real Growth Commercial Enterprises Ltd.

  
Auth. Sign.



- (vi) The Results of e-voting and poll voting at the meeting on resolutions shall be aggregated and declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the Resolutions.
- (vii) The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company ([realgrowth.co.in](http://realgrowth.co.in)) immediately after the declaration of the results and the same will be communicated to the BSE Limited.
- (viii) In terms of Section 136 of the Companies Act, 2013 (the "Act") read with the rules made thereunder, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and in terms of MCA circular dated 5 May 2022 and SEBI circular dated 13 May 2022, the listed companies may send the notice of AGM and the Annual Report, including financial statements, Boards' Report, etc. by electronic mode, Notice of 25<sup>th</sup> AGM along with the Annual Report for financial year ended March 31, 2020 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of the 25<sup>th</sup> AGM and Annual Report for financial year ended March 31, 2020 will also be available on the Company's website at [realgrowth.co.in](http://realgrowth.co.in), website of the Stock Exchanges i.e., BSE Ltd. ('BSE') at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Ltd. ('NSE') at [www.nseindia.com](http://www.nseindia.com) and on the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (ix) In order to comply with the restrictions imposed by the SEBI through circular relating to transfer of shares in physical form by the shareholders, Members holding shares in physical form are advised to avail of the facility of dematerialization.
- (x) Further, as an on-going measure to enhance ease of dealing in security markets by investors Securities and Exchange Board of India (SEBI) vide its circular having reference no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated that the listed companies shall henceforth issue the securities in dematerialized form only while processing the following service request:
- (i.) Issue of duplicate securities certificate;
  - (ii.) Claim from Unclaimed Suspense Account;
  - (iii.) Renewal / Exchange of securities certificate;
  - (iv.) Endorsement;
  - (v.) Sub-division/ Splitting of securities certificate;
  - (vi.) Consolidation of securities certificates/folios;
  - (vii.) Transmission
  - (viii.) Transposition

By order of the Board

for REAL GROWTH COMMERCIAL ENTERPRISES LIMITED



(RAJESH GOYAL)

DIRECTOR

DIN: 01339614

Place: New Delhi

Date: 27.01.2023

For Real Growth Commercial Enterprises Ltd.



**PROXY FORM**

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

**25<sup>th</sup> ANNUAL GENERAL MEETING on 20-02-2023 (for the year ended 31.03.2020)**

Name of the Member - .....

Registered Address - .....

Registered E-mail Address - .....

Folio No/ Client ID - .....

DP ID - .....

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

Name : ..... Email .....

Address .....

..... Signature : .....

*Or falling him / her*

Name : ..... Email .....

Address .....

..... Signature : .....

*Or falling him / her*

Name : ..... Email .....

Address .....

..... Signature : .....

As my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 25<sup>th</sup> Annual General Meeting of the Company, to be held on **20-02-2023 at 11 A.M.** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution	Vote (Optional) Please mention no. of shares	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of Financial Statements for the Financial Year 2019-20		
2.	Appointment of Mr. Himanshu Garg as a Director liable to retire by rotation		
3.	Reclassification of Sunil Goel & Family from Promoters to Non-promoters Category		
4.	Appointment of Mr. Sanjay Kumar Jha as Non Executive – Non Independent Director		
5.	Appointment of Mr. Arvind Garg as Non Executive Independent Director		
6.	Appointment of Mr. Surinder Kumar as Non Executive Independent Director		

Signed this..... day of..... 2023.

Signature of Shareholder

Signature of the First Proxy Holder

Signature of the Second Proxy Holder

For Real Growth Commercial Enterprises Ltd.


 Auth. Sign.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

Item No: 2

Mr. Himanshu Garg Director (DIN 08055616 ) whose office is subject to retire by rotation but eligible to be appointed as Director of the company is reappointed as Director and his reappointment is subject to approval of members of the company therefore the resolution in Item No 2 of his re appointment as Director who is liable to retire by rotation, is placed before the member for their approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise in the Resolution.

**Item No: 3** The Company had received the letter from the following person falling under the category of promoters/promoter Group of the Company requesting to be reclassified from the Category of "Promoters/Promoters Group" to "Public Category".

Name	Name
1 Mr. Sunil Goel	6. Mr. Lalit Kishore
2 Mr. Kamla Rani Goel	7. Ms. Meena Goel
3 Ms. Kanchan Goyal	8. Mr. Rajeev Goel
4 Ms. Kasturi Lal Goel	9. Mr. Sahil Goel
5 Ms. Kiran Goel	10. Mr. Siddharth Goel
6 Mr. Kulbhushan Goel	

The aforesaid Promoter/promoter group persons are not holding any share in the Company but their name is being shown in the shareholding pattern of Company under promoter category. The said persons have requested to the Company vide their email dated 29<sup>th</sup> November 2022 that their name should be removed from the promoter category in the shareholding pattern/ shareholding list of the Company.

The same was considered by the Board and was duly approved by the Board now, the matter is placed before Members for their necessary approvals.

The aforesaid promoter/ promoter group persons do not exercise any control over the Company and are not involved in the management of the Company. The aforesaid persons neither have representation on the Board of Directors of the Company nor hold any key management position in the Company. The Company has also not entered into any Shareholders Agreement with them. Further, none of the aforesaid persons have got any veto rights as to voting power or control of the Company. They do not have any Special Information Rights. The aforesaid persons have requested to the Company to re-classify them from being a "Promoter Category" to "Public Category" Shareholder of the Company. Based on the letter received from above promoter person, the matter was discussed by the Board of Director at their meeting held on 28th December 2022 and the Board has decided to get the above promoter/promoter group person re-classified from the "Promoter Category" to "Public Category" with the approval of stock exchanges in terms of Regulation 31A (2) read with Regulation 31 A (7) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments made thereto) (hereinafter referred to as "**Listing Regulations**"), which deals with reclassification of promoter shareholding in to public shareholding.

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

Listing Regulations, provide that the Stock exchanges can permit re-classification of the status of any person as a promoter or public subject to compliance of conditions mentioned in Regulation 31A of Listing Regulations. Accordingly, the present case of reclassification of promoter falls under Regulation 31A (2) of the Listing Regulation, hence approval of members is sought on the proposed resolutions.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise in the Resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

#### **Item No. 4**

Mr. Sanjay Kumar Jha (DIN 07792067) on the recommendation of Nomination and Remuneration committee and with the approval of Board was appointed as Additional Director w.e.f 21<sup>st</sup> December 2022). Mr. Sanjay Kumar Jha can hold office only upto the date of ensuing Annual General Meeting of the Company.

Now the resolution for appointment to Mr. Sanjay Kumar Jha is placed before the meeting for approval.

Mr. Sanjay Kumar Jha can hold office only upto the date of ensuing Annual General Meeting of the Company.

Mr. Sanjay Jha possesses the necessary qualification, experience, and skill for the position of Director board has on the recommendation of the Nomination and remuneration committee and subject to approval of members in the ensuing Annual General Meeting has accorded its consent to appoint Mr. Sanjay Kumar Jha as Non Executive Non Independent Director of the Company liable to retire by rotation.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise in the Resolution.

#### **Item No 5**

Mr. Surinder Kumar (DIN 9076484) was appointed as Independent Non-Executive, Directors of the company on 28th December 2022, Mr. Surinder Kumar fulfills the eligibility criteria for being appointed as such, however the appointment is subject to approval of Members in the General Meeting therefore it is proposed to place the resolution for appointment of Mr. Surinder Kumar as Independent Non Executive Directors who is not subject to retire by rotation.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise in the Resolution.

#### **Item No 6**

Mr. Arvind Garg (DIN:9840788) was appointed as Independent Non-Executive Directors of the company on 28<sup>th</sup> December 2022, Mr. Arvind Garg fulfills the eligibility criteria for being appointed as such, however the appointment is subject to approval of Members in the General Meeting therefore it is proposed to place the resolution for appointment of Mr. Arvind Garg as Non Executive Independent Director who is not subject to retire by rotation.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise in the Resolution.

For Real Growth Commercial Enterprises Ltd.

Annexure IV

Chronology of Events for Reclassification under Regulation 31A of SEBI (LODR) Regulations, 2015

Sr. No.	Particulars	Date of the Event
1	Receipt of Application by the Promoter to the Company along with requisite undertaking.	29 <sup>th</sup> November, 2022 -
2	Submission of intimation of receipt of promoter application by the Company to the Exchange	29 <sup>th</sup> November, 2022 -
3	Date of Board meeting wherein reclassification matter is considered and approved	28 <sup>th</sup> December 2022 -
4	Submission of Minutes of the BOD meeting wherein the proposal of the promoter seeking reclassification has been considered (Please mention if not applicable)	Outcome of the Meeting shared on 29 <sup>th</sup> December 2022 -
5	Date of Shareholder Meeting wherein reclassification has been approved. (Please mention if not applicable)	20 <sup>th</sup> February, 2023 ✓
6	Submission of reclassification application with the Stock Exchange	16/02/2023

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

**REAL GROWTH COMMERCIAL ENTERPRISES LIMITED****CIN – L70109DL1995PLC064254**

Regd. Off: G 01, RG City Centre, Plot SU LSC,  
Block B, Lawrence Road, New Delhi- 110035  
Website: [realgrowth.co.in](http://realgrowth.co.in), Email: [rgcel1995@gmail.com](mailto:rgcel1995@gmail.com)

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE 25TH ANNUAL GENERAL MEETING OF THE MEMBERS OF REAL GROWTH COMMERCIAL ENTERPRISES LIMITED HELD ON MONDAY 20<sup>TH</sup> FEBRUARY 2023, AT 11 A.M. AT TIVOLI GRAND RESORT HOTEL, ALIPUR OPP. SAI BABA MANDIR ROAD, DELHI - 110036**

The Chairman Mr. Rajesh Goyal Placed before the meeting that a request for re-classification was received from Sunil Goel and his Family vide request dated 29th November 2022 and their request was duly considered and approved by the Board of Directors of the company in their meeting held on 28<sup>th</sup> December 2022 ,Now as the resolution is placed before the Shareholders seeking their approval .

**Item No.3    Reclassification of Mr. Sunil Goel and his family from the promotes category to non-promoter category as per Regulation 31A of the LODR, 2015**

In this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as an Ordinary Resolutions:

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval from the BSE Limited, National Stock Exchange of India Limited , Securities and Exchange Board of India and such other Statutory Authorities, as may be required, and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to re-classify the following applicants from “Promoter” category to “Public” category:

**Name of the Promoters seeking Re-classification:**

Mr. Sunil Goel, Mrs. Kamla Rani Goel, Ms. Kanchan Goel, Mr. Kasturi Lal Goel, Ms. Kiran Goel, Mr. Kulbhushan Goel, Mr. Lalit Kishore, Ms. Meena Goel, Mr. Rajiv Goel, Mr. Sahil Goel and Mr. Siddharth Goel

**No. of shares held as on date:** Nil

**(All the above specified Persons Seeking Reclassification) - Nil**


**Percentage (%) - Nil**

**FURTHER RESOLVED THAT** the directors of the Company be and are hereby severally authorized to do all such acts, deed and things as may be considered necessary in this respect.”

**For Real Growth Commercial Enterprises Ltd**

*For Real Growth Commercial Enterprises Ltd.*

(Deepak Gupta)  
Whole Time Director  
DIN:01890274

  
Auth. Sign.

## Statement showing shareholding pattern of the Promoter and Promoter Group Pre Reclassification as on 31st December 2022

Category of shareholder	Entity Type	Nos. of shareholders	No. of fully paid up equity shares held	Total nos. shares held	Shareholding as a % of total no. of shares calculated as per SCRR, 1957 (As a % of (A+B+C2))	Number of Voting Rights held in each class of securities		Number of equity shares held in dematerialized form
						Class eg. X	Total	
<b>A1) Indian</b>								
Individuals/Hindu undivided Family		4	4,27,300	4,27,300	10.69	4,27,300	10.69	4,27,300
Jai Bhagwan Goel		1	20,000	20,000	0.5	20,000	0.5	20,000
*			0	0	0	0	0	0
Kanchan Goel			0	0	0	0	0	0
*			0	0	0	0	0	0
Kiran Goel								
Krishna Goel		1	20,400	20,400	0.51	20,400	0.51	20,400
Kulbhushan Goel			0	0	0	0	0	0
Lalit Kishore			0	0	0	0	0	0
Meena Goel			0	0	0	0	0	0
Rajesh Goel		1	1,88,700	1,88,700	4.72	1,88,700	4.72	1,88,700
Rajiv Goel			0	0	0	0	0	0
Sahil Goel			0	0	0	0	0	0
Siddharth Goel			0	0	0	0	0	0
Suchita Goel		1	1,98,200	1,98,200	4.96	1,98,200	4.96	1,98,200
Sunil Goel			0	0	0	0	0	0
<b>Any Other (specify)</b>		3	7,40,000	7,40,000	18.5	7,40,000	18.5	7,40,000
Rajesh Projects (India) Pvt. Ltd.		1	6,40,000	6,40,000	16	6,40,000	16	6,40,000
RKG Estates Pvt Ltd		1	50,000	50,000	1.25	50,000	1.25	50,000
RKG Holdings Pvt. Ltd		1	50,000	50,000	1.25	50,000	1.25	50,000
<b>Sub Total A1</b>			11,67,300	11,67,300	29.19	11,67,300	29.19	11,27,700
<b>A2) Foreign</b>			0	0	0		0	0
<b>A=A1+A2</b>		7	11,67,300	11,67,300	29.19	11,67,300	29.19	11,67,300

\* Kamla Rani  
Goel (Expired)  
\*Kasturi Lal  
Goel (Expired)

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

Real Growth Commercial Enterprises Ltd

Script Code : 539691

Statement showing shareholding pattern of the Public shareholder as on 31st December 2022

Category & Name of the Shareholders	No. of shareholder	No. of fully paid up equity shares held	Total no. shares held	Shareholding % calculated as per SCAR, 1957 As a % of (A+B+C)	No. of Voting Rights	Total as a % of Total Voting right	No. of equity shares held in dematerialized form/Not Applicable
B1) Institutions	0	0		0		0	0
B2) Central Government/ State Government(s)/ President of India	0	0	0	0		0	0
B3) Non-Institutions	0	0	0	0		0	0
Individual share capital upto Rs. 2 Lacs	836	300760	3,00,760		3,00,760	7.52	3,00,760
Individual share capital in excess of Rs. 2 Lacs	48	2397440	2397440		2397440	59.94	2397440
Any Other (specify)	887	134500	134500	3.36	134500	3.36	134500
Sub Total B3	887	2832700	28,32,700	70.81	28,32,700	70.81	28,32,700
B=B1+B2+B3							

Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

**Note**

- (1) PAN would not be displayed on website of Stock Exchange(s).
- (2) The above format needs to disclose name of all holders holding more than 1% of total number of shares
- (3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information

For Real Growth Commercial Enterprises Ltd.

  
Auth. Sign.



Shareholding Pattern Non Promoter-Non Public

**Real Growth Commercial Enterprises Ltd**

**Scrip Code : 539691**

**Quarter ending : 1**

**Statement showing shareholding pattern of the Non Promoter- Non Public shareholder as on 31st December , 2022**

Category & Name of the Shareholder(s)	No. of shareholder(s)	No. of fully paid up equity shares held (N)	Total no. shares held (VII = F+V+W)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)(VII)	Number of equity shares held in dematerialized form (XIV) (Not Applicable)
<b>C1) Custodian/DR Holder</b>		0	0		0
<b>C2) Employee Benefit Trust</b>		0	0		0

**Note**  
(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available

For Real Growth Commercial Enterprises Ltd.

  
Auth. Sign.

Shareholding Pattern

**Real Growth Commercial Enterprises Ltd**

**Scrip Code : 539691**

**Quarter ending : AS ON 31st December 2022**

AS ON 31st December 2022

**Details of disclosure made by the Trading Members holding 1% or more of the Total No. of shares of the company.**

S. No.	Name of the Trading Member	Name of the Beneficial Owner	No. of shares held	% of total no. of shares	Date of reporting by the Trading Member
-	NIL	NIL	NIL	NIL	NIL

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

## Statement showing shareholding pattern of the Promoter and Promoter Group Post Reclassification as on 20th February 2023

Category of shareholder	Entity Type	Nos. of shareholders	No. of fully paid up equity shares held	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities		Number of equity shares held in dematerialized form
						Class eg. X	Total	
<b>A1) Indian</b>						0		0
<b>Individuals/Hindu undivided Family</b>		4	4,27,300	4,27,300	10.69	4,27,300	10.69	4,27,300
Jai Bhagwan Goel		1	20,000	20,000	0.5	20,000	0.5	20,000
Krishna Goel		1	20,400	20,400	0.51	20,400	0.51	20,400
Rajesh Goel		1	1,88,700	1,88,700	4.72	1,88,700	4.72	1,88,700
Suchita Goel		1	1,98,200	1,98,200	4.96	1,98,200	4.96	1,98,200
<b>Any Other (specify)</b>		3	7,40,000	7,40,000	18.5	7,40,000	18.5	7,40,000
Rajesh Projects (India) Pvt. Ltd.		1	6,40,000	6,40,000	16	6,40,000	16	6,40,000
RKG Estates Pvt Ltd		1	50,000	50,000	1.25	50,000	1.25	50,000
RKG Holdings Pvt. Ltd		1	50,000	50,000	1.25	50,000	1.25	50,000
<b>Sub Total A1</b>			11,67,300	11,67,300	29.19	11,67,300	29.19	11,27,700
<b>A2) Foreign</b>			0	0	0		0	0
<b>A=A1+A2</b>		7	11,67,300	11,67,300	29.19	11,67,300	29.19	11,67,300

For Real Growth Commercial Enterprises Ltd.


  
Auth. Sign.

Real Growth Commercial Enterprises Ltd

Scrip Code : 539691

Statement showing shareholding pattern of the Public shareholder as on 20th February 2023

Category & Name of the Shareholders	No. of shareholders	No. of fully paid up equity shares held	Total no. shares held	Shareholding % calculated as per SCRR, 1957 as a % of (A+B+C)	No. of Voting Rights - Total as a % of Total Voting Right	No. of equity shares held in dematerialized form (as per Depository)	
B1) Institutions	0	0		0		0	
B2) Central Government/ State Government(s)/ President of India	0	0	0	0		0	
B3) Non-Institutions	0	0	0	0		0	
Individual share capital upto Rs. 2 Lacs	836	300760	3,00,760		3,00,760	7.52	3,00,760
Individual share capital in excess of Rs. 2 Lacs	48	2397440	2397440		2397440	59.94	2397440
Any Other (specify)	887	134500	134500	3.36	134500	3.36	134500
Sub Total B3	887	2832700	28,32,700	70.81	28,32,700	70.81	28,32,700
B=B1+B2+B3							

Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

**Note**

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

Shareholding Pattern Non Promoter-Non Public

**Real Growth Commercial Enterprises Ltd**

**Scrip Code : 539691**

**Quarter ending : 1**

**Statement showing shareholding pattern of the Non Promoter- Non Public shareholder as on 20th February 2023**

Category & Name of the Shareholders(I)	No. of shareholder(II)	No. of fully paid up equity shares held(IV)	Total no. shares held(VII = IV+V+VI)	Shareholding % calculated as per SCRR 1957 As a % of (A+B+C2)(VIII)	Number of equity shares held in dematerialized form(XIV) (Not Applicable)
<b>C1) Custodian/DR Holder</b>		0	0		0
<b>C2) Employee Benefit Trust</b>		0	0		0

**Note**  
(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

Shareholding Pattern

**Real Growth Commercial Enterprises Ltd**

**Scrip Code : 539691**

**Quarter ending : 20th February 2023**

**Details of disclosure made by the Trading Members holding 1% or more of the Total No. of shares of the company.**

Sr. No.	Name of the Trading Member	Name of the Beneficial Owner	No. of shares held	% of total no. of shares	Date of reporting by the Trading Member
-	NIL	NIL	NIL	NIL	NIL

For Real Growth Commercial Enterprises Ltd.

  
Auth. Sign.

## REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

CIN : L70109DL1995PLC064254

Reg. G-01, RG City Centre, Plot SU, LSC, Block B, Lawrence Road, New Delhi 110035,  
email: rgcel1995@gmail.com

### A) Undertaking by the Company Secretary for Reclassification under Reg. 31A of Listing Regulation

Date: 14<sup>th</sup> March, 2023

To,  
The Deputy General Manager,  
Listing Compliance Monitoring Cell,  
24<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai -400001

### Sub: Application for Reclassification under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015

Dear Sir / Madam,

With relation to our application for reclassification of promoter shareholders, we hereby confirm and certify that:

1. Outgoing Promoter(s) and persons related to the promoter(s) do not hold any share in the Company.
2. Post reclassification, the Outgoing promoter(s) will not exercise direct or indirect control over the affairs of the Company.
3. All special rights of the Outgoing Promoter(s) which were acquired by virtue of any shareholder agreements have been terminated.
4. Outgoing Promoter(s) will not be represented on the Board of Directors (including a Nominee Director) of the Company for a period of not less than three years from the date of such reclassification.
5. Outgoing Promoter(s) will not act as a key managerial person in the Company for a period of not less than three years from the date of such reclassification.
6. The company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017.
7. That the company or its promoters or whole-time directors are not in violation of the provisions of Regulation 34 of the SEBI (Delisting of Equity Shares) Regulations, 2021.

For Real Growth Commercial Enterprises Ltd.  
  
Auth. Sign.

8. As per the undertaking submitted by the outgoing promoters Outgoing Promoter(s) have declared that they are not wilful defaulter as per the Reserve Bank of India Guidelines.
9. Outgoing Promoter(s) are not a fugitive economic offender.
10. That the company is compliant with the requirement for minimum public shareholding as required under Regulation 38 of SEBI (Listing Obligation and Disclosure Requirement) and the proposed reclassification is not being initiated for achieving the Minimum Public Shareholding.
11. That trading in the shares of the company is under suspension,, We are in process of requesting to the BSE to revoke the Suspension of Trading of shares of the company at the earliest .
12. That the Company is approaching SEBI and BSE for compounding of penalties charged by them separately other due shall be paid soon. All dues of Depositories have been paid.
13. In case the promoter(s) seeking re-classification fails to comply with the provision of sub-clause (i), (ii), (iii), (iv) and (v) of clause (b) of Regulation 31A(3), they shall be reclassified as promoter/persons belonging to promoter group, as stated in regulation 31A(4). The same will be intimated to the Exchange as soon as possible.
14. Promoter(s) seeking reclassification and persons related to reclassification have not voted to approve on the resolution for reclassification.
15. There is no pending regulatory action against promoter(s) seeking re-classification.

**Yours faithfully**

**Real Growth Commercial Enterprises Ltd**

*For Real Growth Commercial Enterprises Ltd.*

**(Archna Pundir)**

**Company Secretary /Auth. Sign.**

**Mob. 8475027551**



**ANNEXURE-A****Details of Sunil Goel and his family members/ relatives:**

1. Name: Sunil Goel  
Address: E14/5, Gate 2, Vasant Vihar, New Delhi 110057  
Phone Number: 9818940333
2. Name: Meena Goel  
Relation with Sunil Goel: Wife  
Address: E14/5, Gate 2, Vasant Vihar, New Delhi 110057
3. Name: Kanchan Goel  
Relation with Sunil Goel: Husband's brother  
Address: 35/4 Gokhale Marg, Lucknow, 226001
4. Name: Kiran Goel  
Relation with Sunil Goel: Husband's brother  
Address: 81-A/41, Punjabi Bagh, New Delhi, 110026
5. Name: Kulbhushan Goel  
Relation with Sunil Goel: Brother  
Address: 35/4 Gokhale Marg, Lucknow, 226001
6. Name: Lalit Kishore  
Relation with Sunil Goel: Sister's Husband  
Address: D-149, Sector-147, Noida 201310
7. Name: Rajiv Goel  
Relation with Sunil Goel: Brother  
Address: 81-A/41 Punjabi Bagh, New Delhi 110026
8. Name: Sahil Goel  
Relation with Sunil Goel: Father  
Address: E 14/5, Gate 2, Vasant Vihar, New Delhi, 110057
9. Name: Siddharth Goel  
Relation with Sunil Goel: Father's brother  
Address: 35/4 Gokhale Marg, Lucknow 226001
10. Name: Late Kamla Rani Goel  
Relation with Sunil Goel: Mother
11. Name: Late Kasturi Lal Goel  
Relation with Sunil Goel: Father

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.



UNDERTAKING & PANCARDS OF PROMOTERS SEEKING  
RECLASSIFICATION

Sr. No.	Names	Undertaking	Pan
1.	Mr. Sunil Goel	Yes	Yes
2.	Kanchan Goel	Yes	Yes
3.	Kiran Goel	Yes	Yes
4.	Mr. Kulbhushan Goel	Yes	Yes
5.	Mr. Lalit Kishor Aggarwal	Yes	Yes
6.	Meena Goel	Yes	Yes
7.	Mr. Rajiv Goel	Yes	Yes
8.	Mr. Siddharth Goel	Yes	Yes
9.	Mr. Saahil Goel	Yes	Yes

For Real Growth Commercial Enterprises Ltd.

  
/Auth. Sign.

Annexure III

Undertaking from promoter(s) seeking reclassification

Date: 2nd March 2023

To,  
The Deputy General Manager, Listing Compliance Monitoring Cell, 24th Floor, P.J. Towers,  
Dalal Street, Mumbai -400001

Sub: Application for Reclassification under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015

Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together;
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having a nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender
2. There is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

Your's faithfully

  
Name  
Sunil-Goel

Signature

Email id & contact number  
Sunilgoel29@gmail.com  
9818940333

SUNIL GOEL

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVT. OF INDIA

SUNIL GOEL

KASTURI LAL GOEL

29/10/1954

Permanent Account Number

AADPG4444P

Signature



Annexure III

Undertaking from promoter(s) seeking reclassification

Date:

To,  
The Deputy General Manager, Listing &  
Compliance Monitoring  
Cell, 24th Floor, P.J. Towers,  
Dalal Street, Mumbai-400001

Sub: Application for Reclassification under Regulation 31A of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015;  
regarding Real Growth Commercial Enterprises Ltd.

Dear Sir/Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together:
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having an nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender
2. There is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

*Kanchan Goel* KANCHAN GOEL  
Your's faithfully

Name and Signature

Email ID & contact number

KANCHAN GOEL

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVT. OF INDIA

KANCHAN GOEL  
PRAKASH CHAND AGRAWAL  
14/07/1951



Permanent Account Number  
AGTPG9137B



*Kanchan Goel*  
Signature

Signature

*Kanchan Goel*

Date: 2nd March 2013

To,  
The Deputy General Manager, Listing Compliance Monitoring Cell, 24th Floor, P.J. Towers,  
Dalal Street, Mumbai - 400061

140. Application for Reclassification under Regulation 71A of SEBI (Listing Obligations and  
Disclosure Requirements) Regulations (Listing Regulations), 2015

Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together:
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having a nominee director) of the Company.
  - e. do not act as a key managerial person of the Company.
  - f. are not 'wilful defaulters' as per the Reserve Bank of India Guidelines.
  - g. are not fugitive economic offenders.
2. there is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 71A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (ix) and (v) of clause (b) of Regulation 71A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

Yours faithfully,

Name

Kiran Goel

*Kiran Goel*

Signature

SEBI J.R contact number  
Call: 022-23833000  
022-23833000

KIRAN GOEL

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVERNMENT OF INDIA

KIRAN GOEL

MAHINDER PAL AGGARWAL

30/06/1954

Permanent Account Number

AADPG4446R

*Kiran goel*

Signature



6572003

*Self Attested  
Kiran goel.*



Annexure III

Undertaking from promoter(s) seeking reclassification

Date:

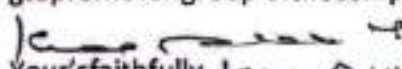
To,  
The Deputy General Manager, Listing &  
Compliance Monitoring  
Cell, 24th Floor, P.J. Towers,  
Dalal Street, Mumbai-400001

Sub: Application for Reclassification under Regulation 31A of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015;  
regarding Real Growth Commercial Enterprises Ltd.

Dear Sir/Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related come together:
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having a nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender
2. There is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

  
Your's faithfully **KUL BHUSHAN GOEL**

Name and Signature

Email id & contact number

**KUL BHUSHAN GOEL**

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVT. OF INDIA

KULBHUSHAN GOEL  
KASTURI LAL GOEL  
09/12/1950



Permanent Account Number  
AAZPG6473A



*[Handwritten signature]*

Signature

*[Handwritten signature]*

Annexure II

Undertaking from promoter(s) seeking reclassification

Date: 2nd March 2023

To,

The Deputy General Manager, Listing Compliance Monitoring Cell, 20th Floor, F.I. Towers,  
Delhi Street, Mumbai - 400001

Sub: Application for Reclassification under Regulation 11A of SEB Listing Obligations and Disclosure Requirements (Listing Regulations), 2015

Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together:

- a. do not hold more than ten percent of the total voting rights in the company
- b. do not exercise control over the affairs of the company, directly or indirectly
- c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements
- d. are not being represented on the board of directors (including not being a nominee director) of the Company
- e. do not act as a key managerial person of the Company
- f. are not "willful defaulters" as per the Reserve Bank of India Guidelines
- g. are not fugitive economic offenders

2. There is no pending regulatory action against me.

3. I shall continue to comply with the conditions mentioned at sub-clause (b), (c) and

(d) of clause (b) of Regulation 11A(1) of SEB Listing Obligations and Disclosure Requirements, Regulations, 2015 at all times from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.

*[Handwritten Signature]*

*Dalish Kishore*

I shall comply with the conditions mentioned in the of sub-clauses (a) and (c) of clause (a) of Regulation 3(A)(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

Your's faithfully

Name

Last Name

*Manoj Kulkarni*

Signature

Email id & contact number

manoj@kulk.com

912048837



*Handwritten signature or text*

Annexure III

Undertaking from promoter(s) seeking reclassification

Date: 2nd March 2023

To:

The Deputy General Manager, Listing Compliance Monitoring Cell, 24th Floor, P.J. Towers,  
Dalal Street, Mumbai -400001

Sub: Application for Reclassification under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015

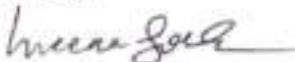
Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together:
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having a nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender
2. There is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

Your's faithfully

Name  
Meena Goel



Signature

Email id & contact number

Sunilgoel29@gmail.com  
9818940333

MEENA GOEL

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVE OF INDIA



इसकापी आयकर संख्या कार्ड  
Payment Account Number Card

AACPG53128

नाम / Name  
MEENA GOEL

पता / Address / Home  
BADAN KUSHNOR AGRAWAL

जन्म ति. / Birth / Date of Birth  
01/02/1958

Digitally Signed



1808018

*Meena Goel*

Annexure III

(Underlying from promoter(s) seeking reclassification)

Date: 2nd March 2015

To,  
The Deputy General Manager, Listing Compliance Monitoring Cell, 24th Floor, P.3, Towers,  
Nalanda Street, Mumbai - 400001

Sub-Application for Reclassification under Regulation 11A of SEBI (Listing Obligations and  
Disclosure Requirements) Regulations (Listing Regulations), 2015

Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that

1. I along with persons related to me together:
  - a. do not hold more than ten percent of the total voting rights in the company
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not being a nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender

2. There is no pending regulatory action against me.

3. I shall continue to comply with the conditions mentioned in sub-clauses (i), (ii) and (iii) of clause (a) of Regulation 11A(1) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.

4. I shall comply with the conditions mentioned in the sub-clauses (iv) and (v) of clause (b) of Regulation 11A(2) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.

Yours faithfully

Name  
Rajlu Goel

Signature

Mobile & contact number  
911991199119@gmail.com  
911991199119

RAJLU GOEL



आयकर विभाग  
INCOME TAX DEPARTMENT

भारत सरकार  
GOVT. OF INDIA

RAJIV GOEL

KASTURI LAL GOEL

29/06/1953  
Permanent Account Number

AADPG4445N

Signature



13082013

Self Offer  
Rn

Annexure III

Undertaking from promoter(s) seeking reclassification

Date:

To,

The Deputy General Manager, Listing  
Compliance Monitoring Cell, 24th Floor,  
P.J. Towers,  
Dalal Street, Mumbai -400001

Sub: Application for Reclassification under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015; regarding Real Growth Commercial Enterprises Ltd.

Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together:
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having an nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender
2. There is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.



Your's faithfully Name SIDDHARTHA GOEL  
and Signature  
Email Id & contact number

SIDDHARTHA GOEL

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVT. OF INDIA

SIDDHARTH GOEL  
KULBHUSHAN GOEL  
31/05/1973

Permanent Account Number

AFMPG9114J

Signature



Annexure III

Undertaking from promoter(s) seeking reclassification

Date: 1<sup>st</sup> March, 2023

To,  
The Deputy General Manager, Listing  
Compliance Monitoring Cell, 24<sup>th</sup> Floor,  
P.J. Towers,  
Dalal Street, Mumbai -400001

**Sub: Application for Reclassification under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015 regarding Real Growth Commercial Enterprises Ltd.**

Dear Sir / Madam,

In connection with application for reclassification, I hereby confirm and certify that:

1. I along with persons related to me together:
  - a. do not hold more than ten percent of the total voting rights in the company.
  - b. do not exercise control over the affairs of the company, directly or indirectly.
  - c. do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements.
  - d. are not being represented on the board of directors (including not having a nominee director) of the Company
  - e. do not act as a key managerial person of the Company
  - f. are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines
  - g. are not fugitive economic offender
2. There is no pending regulatory action against me.
3. I shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification, failing which, I shall be reclassified as promoter/person belonging to the promoter group of the company.
4. I shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification, failing which, I shall be reclassified as promoter/person belonging to promoter group of the company.



Your's faithfully  
[SAAHIL GOEL]

आयकर विभाग  
INCOME TAX DEPARTMENT



भारत सरकार  
GOVT. OF INDIA

SAAHIL GOEL

SUNIL GOEL

15/02/1984

Permanent Account Number

AFFPG1843P

  
Signature



06032012



**REAL GROWTH COMMERCIAL ENTERPRISES LIMITED**

CIN : L70109DL1995PLC064254

Reg. G-01, RG City Centre, Plot SU, LSC, Block B, Lawrence Road, New Delhi 110035,

email: rgcel1995@gmail.com

Date: 14<sup>th</sup> March, 2023

To,  
BSE Limited,  
Listing Compliance Monitoring Cell,  
24<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai -400001

**Sub: As per Regulation 2(1) (pp) of SEBI (ICDR) 2018:**

Relationship of the outgoing promoters with the Board of Directors and Relationship of the outgoing promoters with Remaining promoters of the company as per Regulation 2(1) (pp) of SEBI (ICDR) 2018: No Relationship of outgoing promoter with the existing members of Board of Directors and with the remaining Promoters of the Company exists as on date.

In case of any query, please contact the following person:

Name: Deepak Gupta

Designation: Whole Time Director

E-mail ID:deepak.gupta@rggroup.in

Telephone No: 9560096060

For Real Growth Commercial Enterprises Limited

For Real Growth Commercial Enterprises Ltd.

Yours Faithfully,

Deepak Gupta

DIN: 1890274

(Whole Time Director)



/Auth. Sign.

## ANNEXURE

Sr. No.	Particular	Annexure
1.	Application on Letter head of the company along with receipt of payment of Rs. 59000/-	Annexure – 1
2.	Certified true copy of request for re-classification made by the promoter(s) seeking reclassification, which includes:	Annexure – 2
3.	Certified copy of Board Resolution approving the reclassification application which shall include the view of the board.	Annexure – 3
4.	Copy of the notice sent to the shareholders seeking their approval inter-alia including the views of the Board on the application made by the promoter seeking reclassification.	Annexure – 4
5.	Certified true copy of the Resolution Passed in the 25 <sup>TH</sup> AGM	Annexure – 5
6.	Pre (latest) and post Reclassification shareholders pattern as per format specified under Regulation 31 of SEBI (LODR) Regulation, 2015	Annexure – 6
7.	Undertaking form the Company Secretary in the prescribed format	Annexure – 7
8.	Undertaking from the promoter(s) seeking reclassification Inter-se Relationship of promoters seeking reclassification as per Reg 2(1) (pp) of SEBI (ICDR), 2018 Relationship of the outgoing promoter with the Board of director, reming promoters of the Company. as per Reg 2(1) (pp) of SEBI (ICDR), 2018	Annexure – 8
9.	Copy/copies of self-attested PAN of Outgoing promoter(s)	Annexure – 9