



Consecutive Investments

CONSECUTIVE INVESTMENTS & TRADING COMPANY LIMITED

Regd. Office : 23, Ganesh Chandra Avenue, 3rd Floor, Kolkata - 700 013

Phone No. : 033-22114457, Fax : 033-22115493

E-mail : tricon014@gmail.com, info@consecutiveinvestment.com

Website : www.consecutiveinvestments.com

CIN : L67120WB1982PLC035452

Date: 28.12.2023

To
The General Manager-Operations
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

SCRIPT ID: CITL

SCRIPT CODE: 539091

SUB.: INTIMATION OF NOTICE TO EXTRA-ORDINARY GENERAL MEETING

Dear Sir /Madam,

As required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit herewith the EGM notice of the Company scheduled to be held on **Wednesday, January 24, 2024 at 11:30 a.m. (IST)** at the registered office of the company at office No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India.

The EGM notice of the Company has been sent in electronic mode as well as by courier/ speed Post to Members whose registered email IDs and address are available with the Company, the Depository Participant(s) and RTA.

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, the Company is providing the facility to Members to exercise their right to vote by remote e-voting and Vote by poll on the date of EOGM for Resolutions proposed to be passed at EOGM. The Company has engaged NSDL for providing facility for remote e-voting. **M/s. Maheshwar Datamatics Private Limited** will send the e-notice to the members whose email id is registered with it.

Key information:

Cut-off Date	Wednesday, January 17, 2024
Day, Date and time of commencement of remote e- voting	Sunday, 21 st January, 2024 at 9:00 a.m. (IST)
Day, Date and time of end of remote e- Voting	Tuesday, 23 rd January, 2024 upto 5:00 p.m. (IST)
Extra Ordinary General Meeting	Wednesday, January 24, 2024 at 11:30 a.m. (IST)



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The copy of the Notice of EOGM is also available on the website of the Company at www.consecutiveinvestments.com, on the website of the Stock Exchange i.e., BSE limited at www.bseindia.com and on the NSDL website at www.evoting.nsdl.com.

Please acknowledge and take on record the same.

Thanking you,

FOR CONSECUTIVE INVESTMENTS & TRADING CO. LIMITED

Nabin Kumar Samanta
(Company Secretary & Compliance Officer)





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EXTRA-ORDINARY GENERAL MEETING

OF

CONSECUTIVE INVESTMENTS & TRADING CO. LIMITED

Day: Wednesday

Date: January 24, 2024

Time: 11:30 a.m. (IST)

Venue: office No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India.

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Date: December 26, 2023

Place: Kolkata

By the order of the Board of Directors

Sd/-

Nabin Kumar Samanta

(Company Secretary & Compliance Officer)

Regd. Office: 23, Ganesh Chandra Avenue,
3rd Floor, Kolkata-700013.

Email Id: tricon014@gmail.com

Website: www.consecutiveinvestments.com

CIN: L67120WB1982PLC035452

NOTICE

Notice is hereby given that the **Extra Ordinary General Meeting** of the Members of **CONSECUTIVE INVESTMENT & TRADING COMPANY LIMITED (CIN L67120WB1982PLC035452)** will be held on **Wednesday, January 24, 2024 at 11:30 a.m.** at the registered office of the company at office No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India, **to transact the following Special businesses;**

SPECIAL BUSINESS(ES):

1. PREFERENTIAL ISSUE OF 50,00,000 EQUITY SHARES TO NON-PROMOTER AND PUBLIC AT AN ISSUE PRICE OF RS. 20 PER EACH SHARE OF FACE VALUE OF RS. 10/- EACH:

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

“RESOLVED THAT pursuant to provisions of Section Sections 23(1)(b), 39, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, the applicable provisions of the Foreign Exchange Management Act, 1999, and rules and regulations made there under, including the Foreign Exchange Management (Transfer or Issue of Security by a person resident outside India) Regulations, 2000 (including any statutory modification or re-enactment thereof for the time being in force), and in accordance with enabling provisions of the Memorandum of Association and Articles of Association of the Company and in accordance with the provisions of Chapter-V of the preferential issue as contained in the Securities and Exchange Board of India (“Issue of Capital and Disclosure Requirements”) Regulations, 2018 as amended (The “SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the rules, regulations, notifications and circulars issued thereunder and any other rules/regulations/ guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”) and the Reserve Bank of India (“RBI”) and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including from BSE Limited but not limited to SEBI and subject to such conditions and modifications as might be prescribed while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (the “Board”, which term includes a duly constituted and authorized committee), approval of the members of the Company through this General Meeting be and is hereby accorded to the Board to create, issue, offer and allot 50,00,000 (Fifty Lacs) equity shares at an issue price of Rs. 20/- each (Face Value Rs. 10/- each and Premium Rs. 10/- each) for issue of equity shares of face value of Rs. 10/- each to the following persons belongs to the non-promoter public subscribers aggregating to Rs. 10,00,00,000/- (Rupees ten Crore Only):

Sr. No.	Name	Category	No of Proposed equity shares	At an issue Price	Total Amount (Rs.)
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				of (Rs.)	
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	Non-Promoter and Body Corporate	19,35,000	20	3,87,00,000
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	Non-Promoter and Body Corporate	3,85,000	20	77,00,000
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	Non-Promoter and Body Corporate	3,85,000	20	77,00,000
4.	Jagdish C. Vaghela	Public (Individual)	3,85,000	20	77,00,000
5.	Manjulaben Bhavsonga Thakor	Public (Individual)	3,85,000	20	77,00,000
6.	Mahendra Magansinh Zala	Public (Individual)	3,85,000	20	77,00,000
7.	Lalit Madhukar	Public (Individual)	3,80,000	20	76,00,000
8.	Rachna Rahul Nim	Public (Individual)	3,80,000	20	76,00,000
9.	Karan Bairwa	Public (Individual)	3,80,000	20	7,600,000
	Total		50,00,000	20	10,00,00,000

“RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (“Issue of Capital and Disclosure Requirements”) Regulations, 2018, the **“Relevant Date”** shall be **25th December, 2023** being the date 30 days prior to date of this Extra-Ordinary General Meeting.”

“RESOLVED FURTHER THAT the issue price for the **50,00,000 equity shares** as on the relevant date to Public is of **Rs. 20/- for each equity shares of face value of Rs. 10/- each** and the Board in its absolute discretion modify the price of issue of **50,00,000 equity shares of face value of Rs.10/- each** to comply with Chapter V of Securities and Exchange Board of India (“Issue of Capital and Disclosure Requirements”) Regulations, 2018.”

“RESOLVED FURTHER THAT the Board be and hereby authorised to recompute the issue price of the shares in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and any balance subscription amount of **50,00,000 equity shares of Rs. 20/- for each equity shares of face value of Rs. 10/- each** be called from the allottees before the allotment of shares.”

“RESOLVED FURTHER THAT in case the preferential issue and Allotment of **50,00,000 Equity Shares to Public**, shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a. 100% of the preferential allotment consideration shall be payable on or before the date of the allotment of the Equity Shares;

- b. The Equity Shares shall be allotted in one or more tranches, on receipt of subscription monies within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchanges/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission;
- c. The Equity Shares shall be allotted by the Company to the Proposed Allottee in de-materialized form within the time prescribed under the applicable laws;
- d. The Equity Shares to be allotted shall be fully paid-up and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu with the existing equity shares of the Company in all respects including the payment of dividend and voting rights from the date of allotment thereof;
- e. The pre-preferential allotment holding of the Proposed Allottee and Equity Shares to be allotted shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations; and
- f. The Equity Shares will be listed on BSE Limited where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals of the SE, as the case may be.

“RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottees inviting them to subscribe the **50,00,000 equity shares of face value of Rs 10/- each**, as the case may be.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board and KMP be and are hereby severally authorised on behalf of the Company to do all such acts, deeds, matters and things as the Board may in its absolute discretion deem necessary or desirable including without limitation to vary modify or alter any of the relevant terms and conditions including size of the Preferential Issue and consequent proportionate reduction (subject to rounding off adjustments) of the number of Equity Shares to be allotted to the proposed allottees and to provide any clarifications related to issue and allotment of equity shares listing of equity shares on Stock Exchange and authorised for preparation, execution and entering into arrangement / agreements, offer letter, letter of allotment, all writings instruments and such other documents (including documents in connection with appointment of agencies intermediaries and advisors) and further to authorize all such persons as may be necessary in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.”

"RESOLVED FURTHER THAT the Board be and is hereby also authorised to delegate all or any of its powers to any officer(s) or authorised signatory(ies) or to any committee to give effect to this resolution including execution of any documents on behalf of the Company and to appoint any professional, advisors, bankers, consultants, advocates, Company Secretary in Practice and advisors to represent the Company before any governmental ,SEBI, SE, MCA, ROC or any regulatory authorities to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this connection.

"AND RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby authorised jointly and severally to sign any document or agreement, appoint any professionals, advocate for above proposed transaction on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution including filing of necessary e-forms, if any, with the MCA and Registrar of Companies."

2. TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 10,00,00,000/- UNDER SECTION 13 AND 61 OF THE COMPANIES ACT, 2013:

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

"RESOLVED THAT in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 5,00,00,000/- (Rupees Five Crore Only) divided into 50,00,000 (Fifty Lacs) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten only) each and consequently, the existing Clause V.(a) of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V.(a):

V. The Authorised Share Capital of the Company is Rs 10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten only) each. Any share of the Original or increased capital may from time to time be issued with guarantee or any right of preference share whether in respect of dividend or of repayment of capital or both or any other special privileges or advantages over any shares previously issued or then about to be issued or with deferred or qualified rights as compared with any shares previously issued or subject to any provisions or conditions and with any special right or without any right of voting and generally on such terms as the company may from time to time determine.

"RESOLVED FURTHER THAT the Board of Directors ('the Board', which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of

the powers herein conferred to on any Director(s), Company Secretary or any other Officer of the Company.”

3. VOLUNTARY DELISTING OF THE EQUITY SHARES OF THE COMPANY FROM THE CALCUTTA STOCK EXCHANGE LIMITED (CSE):

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

“RESOLVED THAT in accordance with Regulation 6 & 7 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 including any statutory modifications or amendments or reenactments thereof (“SEBI (Delisting) Regulations”):

- (i) without giving an exit option to the shareholders of the Company and also continuing the listing of the trading of the equity shares of the company at Bombay Stock Exchange (“BSE”) which is having nationwide trading terminals;
- (ii) as per the recommendation of the of the Board of Directors of the Company in its meeting held on 26th December 2023 for the voluntary delisting of the equity shares of the Company from Calcutta Stock Exchange Limited (CSE) ; and
- (iii) subject to the applicable provisions of the Companies Act, 2013 and rules made there under, the Delisting Regulations, Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such approvals, permissions and sanctions, as may be necessary;

and subject to the compliance with other statutory formalities and subject to such conditions and modifications as may be prescribed or imposed by any authority including the Stock Exchanges, while granting such approvals, permissions or sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as “the Board”) or a Committee of Directors/ persons authorized by the Board, the approval of the members of the Company be and is hereby accorded to the proposed voluntary delisting of the Equity Shares of the Company from Calcutta Stock Exchange Limited (CSE).

“RESOLVED FURTHER THAT the Board of Directors of the Company (‘the Board’), which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the power conferred on the Board under this resolution) be and is hereby authorized 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, matters and things as they may at their discretion deem necessary or expedient for such purpose and too make all necessary filings to facilitate the Delisting Offer in accordance with the conditions specified in the Delisting Regulations and the applicable provisions of the Companies Act, 2013, including making applications to the Stock Exchanges for seeking their approvals for the Delisting and to execute all such deeds, documents or writings as are necessary or expedient, to settle and questions, difficulties or doubts that may arise in this

regard or delegate the aforesaid authority to any person or to engage any advisor, lawyers, consultant, agent or intermediary, as they may in their absolute discretion deem fit.”

“RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to file applications, documents and other related correspondence as may be required before any regulatory authorities in connection with the said matter.”

“RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects.”

“AND RESOLVED FURTHER THAT, the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, Deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

4. APPOINTMENT OF MR. HIMANSHU SHAH (DIN:07804362) AS DIRECTOR AND MANAGING DIRECTOR OF THE COMPANY W.E.F 1ST FEBRUARY 2024:

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and applicable provisions of the Article Association of the Company and as per the recommendation of the Nomination & Remuneration Committee of the Board of Directors of the Company, the approval of members of the Company, be and is hereby accorded to appoint **Mr. Himanshu Shah (DIN:07804362)** as a director of the Company **with effect from 1st February 2024.**”

“AND RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read together with Schedule V and the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (hereinafter referred to as the “Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), including any statutory modification(s) or amendment(s) thereof for the time being in force, and on the basis of recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for appointment of **Mr. Himanshu Shah (DIN:07804362)** as the Managing Director of the Company for a period of 3 (Three) years effective from February 01, 2024 to January 31, 2027, on such terms and conditions on remuneration as set out in the explanatory statement to this notice.”

“RESOLVED FURTHER THAT the remuneration payable to **Mr. Himanshu Shah (DIN:07804362)** as the Managing Director of the Company, shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 and Schedule V of the Companies Act, 2013 or such other

limits as may be prescribed from time to time.”

“RESOLVED FURTHER THAT in the event of the Company not earning any profits or earns inadequate profits in any financial year, as contemplated under the provisions of Section 197 read with Schedule V to the Companies Act, 2013, during the tenure of the Managing Director, the Company may pay to the Managing Director, the above remuneration, excluding commission amount payable on profits earned, as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.”

“AND RESOLVED FURTHER THAT the Board of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the aforesaid resolution.”

5. APPOINTMENT OF AND PAYMENT OF REMUNERATION TO MR. AVANISH ASHVINKUMAR CHAUHAN AS CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY:

To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 203 and other applicable provisions of the Companies Act, 2013 and applicable provisions of the Article Association of the Company and as per the recommendation of the Nomination & Remuneration Committee of the Board of Directors of the Company, the approval of members of the Company, be and is hereby accorded to appoint **Mr. Avanish Ashvinkumar Chauhan as Chief Financial Officer (CFO) of the company from 1st February 2024** as per the T&C as mentioned in the Explanatory Statement to this notice .

“RESLOVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board, be and is hereby authorized to do all such acts, deed, matters and things and execute all such documents, instruments and writing as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) and to seek approvals and settle any questions, difficulties or doubts that may arise in this regard.”

Date: December 26, 2023

Place: Kolkata

By the order of the Board of Directors

Sd/-

**Nabin Kumar Samanta
(Company Secretary & Compliance Officer)**

**Regd. Office: 23, Ganesh Chandra Avenue,
3rd Floor, Kolkata-700013.**

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Website: www.consecutiveinvestments.com

CIN: L67120WB1982PLC035452

NOTES:

- (a) Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Item Nos. 1 to 5 is annexed hereto.
- (b) Additional information, pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (ICSI), at this General Meeting ('Meeting' or 'EOGM') is furnished as an annexure to the Notice.
- (c) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AT THE VENUE OF THE MEETING AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The proxies to be effective should be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution / authority, as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. Accordingly, the facility for appointment of proxies by the Members will be available for the EOGM and hence the Proxy Form and Attendance Slip are annexed to this Notice.
- (d) In the case of Corporate Member, it is requested to send a scanned copy of the Board Resolution/Authorization authorizing the representative to attend the EOGM physically and vote on its behalf at the meeting. The said Resolution / Authorization shall be sent to the Company Secretary by email through its registered email address to tricon014@gmail.com.
- (e) The Route Map is annexed in this Notice. The proceedings of the EOGM shall be deemed to be conducted at the Registered Office of the Company.
- (f) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the LODR Regulations, the Company has extended e-voting facility for its members to enable them to cast their votes electronically on the resolutions set forth in this notice. The instructions for e-voting are provided in this notice. **The e-voting commences on Sunday, 21st January, 2024 at 9:00 a.m. (IST) and end on Tuesday, 23rd January, 2024 upto 5:00 p.m. (IST).** The voting rights of the Shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on **the cut-off date, i.e., Wednesday, January 17, 2024. Any person who is not a member post cut-off date should treat this notice for information purposes only.**
- (g) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of

remote e-voting as well as voting at the EOGM.

- (h) Any person, who acquires shares and becomes a Member of the Company after sending the notice and holding shares as of the **cut-off date, i.e., Wednesday, January 17, 2024**, may obtain the login ID and password by sending a request at eservices.nsdl.com or to the Registrar and Share Transfer Agent (RTA) - **M/s. Maheshwar Datamatics Private Limited**. However, if he/she is already registered with National Securities Depository Limited (NSDL) for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- (i) **Mr. Anurag Fatehpuria, Practising Company Secretary, vide Board Resolution dated 26th December, 2023, has been appointed as the Scrutinizer** to scrutinize the voting and e-voting process in a fair and transparent manner.
- (j) The **Scrutinizer shall within a period not exceeding 2 (Two) working days** from the conclusion of the e-voting period **unblock the votes in the presence of at least 2 (Two) witnesses** not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing.
- (k) The Results shall be declared after the EOGM of the Company. The **Results declared along with the Scrutinizer's Report shall be placed on the Company's website viz. www.consecutiveinvestments.com** and on the website of NSDL www.evoting.nsdl.com within 2 (Two) working days of passing of the resolutions at the EGM of the Company and the same will also be communicated to the Stock Exchanges.
- (l) To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants (DPs) in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
- (m) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants
- (n) In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the EOGM along with the explanatory statement is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories. Members may note that the Notice along with the explanatory statement will also be available on the Company's website www.consecutiveinvestments.com - and websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at <https://eservices.nsdl.com>. The Company will also be publishing an advertisement in newspaper containing the details about the EOGM, date and time of EOGM, availability of notice of EOGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/ RTA and other matters as may be required.

- (o)** Members attending the EOGM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- (p)** In case of joint holders, only one of the members whose name appears the Register of Members of the Company will be entitled to vote in respect of the resolutions proposed at the EOGM.
- (q)** The Members who have cast their vote by remote e-voting prior to the EOGM may also attend/ participate in the EOGM but shall not be entitled to cast their vote again.
- (r)** The Registers maintained under Section 170 & 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection till the conclusion of EOGM by the members based on the request being sent on tricon014@gmail.com.
- (s)** Member(s) must quote their Folio Number/ DP ID & Client ID and contact details such as email address, contact no. etc. in all correspondences with the Company/ RTA.
- (t)** As per Regulation 40 of LODR Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the RTA for assistance in this regard.
- (u)** In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EOGM.
- (v)** Pursuant to the provisions of Section 72 of the Act the Member(s) holding shares in physical form may nominate, in the prescribed manner, any person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. A nomination form for this purpose is available with the Company or its RTA. Member(s) holding shares in demat form may contact their respective DPs for availing this facility.
- (w)** Member(s) holding shares in physical form is/ are requested to notify immediately any change of their respective addresses and bank account details. Please note that request for change of address, if found incomplete in any respect shall be rejected. Members holding shares in demat form are requested to notify any change in their addresses, e-mails and/or bank account mandates to their respective DPs only and not to the Company/ RTA for effecting such changes. The Company uses addresses, e-mails and bank account mandates furnished by the Depositories for updating its records of the Shareholders holding shares in electronic/demat form.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on **Sunday, 21st January, 2024 at 9:00 a.m. (IST) and ends on Tuesday, 23rd January, 2024 at 5.00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Wednesday, January 17, 2024**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being, **Wednesday, January 17, 2024**.

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

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





Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home

	<p>page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number: 127439 followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 127439 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a

.pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail af2011@rediffmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to tricon014@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to tricon014@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

CONSECUTIVE INVESTMENTS & TRADING COMPANY LIMITED
23, Ganesh Chandra Avenue, 3rd Floor, Kolkata-700013
Website: www.consecutiveinvestments.com, Email Id: tricon014@gmail.com
Telephone No: 033-22114457, CIN No: L67120WB1982PLC035452

Date: December 26, 2023

Place: Kolkata

Regd. Office: 23, Ganesh Chandra Avenue,
3rd Floor, Kolkata-700013.

Email Id: tricon014@gmail.com

Website: www.consecutiveinvestments.com

CIN: L67120WB1982PLC035452

By the order of the Board of Directors

Sd/-

Nabin Kumar Samanta
(Company Secretary & Compliance Officer)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“ACT”) AND CHAPTER V OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (“SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018”), AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to Section 102 of the Companies Act, 2013 (“the Act”), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 to 5 of the accompanying Notice dated December 26, 2023.

1. PREFERENTIAL ISSUE OF 50,00,000 EQUITY SHARES TO NON-PROMOTER AND PUBLIC AT AN ISSUE PRICE OF RS. 20 PER EACH SHARE OF FACE VALUE OF RS. 10/- EACH:

Pursuant to section 102 (1)/102 of the companies act, 2013 read with the salient features of the preferential issue, including disclosures required to be made in accordance with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, are set out below:

A. The Company based on the declaration of the proposed subscribers belongs to the public category and the available documents confirm that none of the proposed allottees:

1. has sold or transferred any equity shares of the company during the 90 trading days preceding the relevant date;
2. the promoter(s) or the promoter group has previously subscribed to any warrants of the company and has failed to exercise the warrants; and
3. the promoters or directors of the company is/ are a fugitive economic offender.

Further the Issuer Company confirms that:

4. the company as per the provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Bombay Stock Exchange.
5. the company has obtained the Permanent Account Numbers of the proposed allottees, except those allottees which may be exempt from specifying their Permanent Account Number for transacting in the securities market by the Board before an application seeking in-principle approval is made by the issuer to the stock exchange(s) where its equity shares are listed.
6. all proposed equity shares to be allotted by way of preferential issue shall be made fully paid up at the time of the allotment.

7. all equity shares held by the proposed allottees in the Company are in dematerialized form.
8. The Proposed resolution to be considered by the shareholders/ members at their furth coming meeting is a special resolution and the company has made an application seeking in-principle approval to the stock exchange(s), on the same day i.e., on Thursday, December 28, 2023 when the notice has been sent in respect of the general meeting seeking shareholders' approval by way of special resolution.
- B.** the purpose of this issue, the "relevant date" means 25th December, 2023, the date thirty days prior to the date on which the meeting of shareholders is held (EOGM dated 24th January, 2024) to consider the proposed preferential issue:
Accordingly, in terms of the Act and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, consent of the members is being sought for the raising of funds aggregating upto Rs. 10,00,00,000/- (Rupees ten Crore Only) by way of issue and allotment of 50,00,000 equity shares of face value of Rs.10/- each at an issue price of Rs. Rs. 20/- to:

Sr. No.	Name	Category	No of Proposed equity shares	At an issue Price of (Rs.)	Total Amount (Rs.)
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	Non-Promoter and Body Corporate	19,35,000	20	3,87,00,000
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	Non-Promoter and Body Corporate	3,85,000	20	77,00,000
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	Non-Promoter and Body Corporate	3,85,000	20	77,00,000
4.	Jagdish C. Vaghela	Public (Individual)	3,85,000	20	77,00,000
5.	Manjulaben Bhavsonga Thakor	Public (Individual)	3,85,000	20	77,00,000
6.	Mahendra Magansinh Zala	Public (Individual)	3,85,000	20	77,00,000
7.	Lalit Madhukar	Public (Individual)	3,80,000	20	76,00,000
8.	Rachna Rahul Nim	Public (Individual)	3,80,000	20	76,00,000
9.	Karan Bairwa	Public (Individual)	3,80,000	20	76,00,000
	Total		50,00,000	20	10,00,00,000

a) objects of the preferential issue:

- To enlarge its core businesses and to meet with that requirement mainly needs short term requirements, working capital, tax obligations and/or general corporate purposes;
- Invest in technology, human resources and other infrastructure to support the Businesses of the Company;
- Purchase of machineries, raw materials, computers and for customized software developments including Air conditioners, safety equipment's, Videos & other machineries;

4. To Invest in the New Projects;
5. conversion of Loan into equity to improve the debt: equity ratio.;
6. For settlement of dues, working capital, Bank Guarantee, performance guarantee;
7. To return of Loan and advances to the lenders and
8. This proposed allotment will help the company to improve its debt -equity ratio. By this allotment, the wealth of the Shareholders and other stake holders will increase.

b) maximum number of specified securities to be issued:

The Company propose to issue 50,00,000 (Fifty Lacs) equity shares of face value of Rs 10/- each at an issue price of Rs. 20/- each as fully paid-up shares to the subscribers belongs to the public category. The Promoters are not participating in this issue.

This issue can be made in one or more tranches, on preferential basis to the allottees as mentioned in the resolution within 15-days from the date approval of the resolution by the shareholders or any statutory permissions of in-principle approval from BSE whichever is later. The price can be modified as per Securities and Exchange Board of India ("Issue of Capital and Disclosure Requirements") Regulations, 2018, if required. Hence, the issue of 50,00,000 equity shares of face value of Rs 10/- each to be issued on a preferential basis for consideration by cash.

c) intent of the promoters, directors, key managerial personnel or senior management] of the issuer to subscribe to the offer:

There will be no change of management and the Board or KMP on account of this preferential issue. The Promoter holdings will be diluted and change from 21.58 % to 8.10 %.

The preferential issue of shares is being made to the Specified Allottees who are not the Promoters of the Company and do not form part of the Promoter Group of the Company or connected with Key Managerial Person or any Director, who are the proposed subscriber to the present preferential issue.

The preferential issue of shares is being made to the Specified Allottees who are not belongs to the Promoters of the Company and form part of the Promoter Group of the Company and connected with any Key Managerial Person but connected to Directors of the Company i.e. (Independent Directors) and their shareholding is within the provisions of 149(6) of Companies Act, 2013 read with Regulation 16 (1) (b) (vi) (C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. Even after this preferential issue there will be no change in the management of the company and the designation of Proposed Allottees.

C-1 Pricing:

As the shares of the company are in not- frequently traded. The Valuation of per share was determined by the company taking into account the valuation parameters prescribed under Regulation 165 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

As per Regulation 165* of the ICDR Regulations, 2018 prescribes the minimum price at which a preferential issue shall be made as per the valuation report issued by the registered valuer named Mr. Jay

A Shah - IBBI registered valuer (IBBI/RV/07/2022/14720) dated 21st December, 2023 and same is available at the website of the company at tricon014@gmail.com and also available at the registered office of the company.

The issue price of Rs. 20/- Per share of face value of Rs.10/- each and is in accordance with regulation 165 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and for the purpose of the above guidelines the Relevant Date is 25th December, 2023.

The Valuation is Rs. 20/- per equity share as per regulation 165 of the ICDR Regulation, 2018. Presently the shares of the company fall into the infrequently traded category. The price of the shares to be issued wherever required shall be re-computed/adjusted in accordance with the above said regulation.

Registered valuer certificate under regulation 166A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.: Not Applicable

Regulation 166A (1): Other conditions for pricing:

Any preferential issue, which may result in a change in control or allotment of more than five per cent. of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price.

Provided that the floor price, in such cases, shall be higher of the floor price determined under sub regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

Provided further that if any proposed preferential issue is likely to result in a change in control of the issuer, the valuation report from the registered valuer shall also cover guidance on control premium, which shall be computed over and above the price determined in terms of the first proviso.

However, the post % of the allotment considering the fully allotted shares capital, none of the allottees is subscribing more than 5% and as a group their diluted shareholding post allotment is not exceeding 5% of the enhanced capital. Hence, valuation report from an independent registered valuer is not required.

We hereby confirm and certify that the valuation Report prepare as per Regulation 165 of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 should be treated as valuation Report prepared under Regulation 166A (1) of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. **M/s. Birford Enterprises Private Limited (their ultimate beneficiary Mr. Siddesh Arora and Raju Mahavar) is subscribing more than 5% of the proposed post capital.**

d) Proposed Allottee's:

The name, Address, Category and PAN no of the proposed allottees are under:

Sr. No.	Name	Category	PAN
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	Non - promoter and Body Corporate	AAJCB5982E
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	Non-Promoter and Body Corporate	AAVCS8984P
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	Non-Promoter and Body Corporate	AATCA0350P
4.	Jagdish C. Vaghela	Public (Individual)	AFPPV2562Q
5.	Manjulaben Bhavsonga Thakor	Public (Individual)	AQHPT5876G
6.	Mahendra Magansinh Zala	Public (Individual)	ADVZ7830R
7.	Lalit Madhukar	Public (Individual)	ADEPL3430E
8.	Rachna Rahul Nim	Public (Individual)	CQJPN0612A
9.	Karan Bairwa	Public (Individual)	CETPB6248E

e) i) Pre-Holdings of proposed allottee's

As on date the following allottee's have pre-holdings: **NIL**

Sr. No.	Name of Allottees	No. of Shares	%	Pre-holding Lock-in Release Date
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	NIL	NIL	NA
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	NIL	NIL	NA
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	NIL	NIL	NA
4.	Jagdish C. Vaghela	NIL	NIL	NA
5.	Manjulaben Bhavsonga Thakor	NIL	NIL	NA
6.	Mahendra Magansinh Zala	NIL	NIL	NA
7.	Lalit Madhukar	NIL	NIL	NA
8.	Rachna Rahul Nim	NIL	NIL	NA
9.	Karan Bairwa	NIL	NIL	NA
	Total	NIL	NIL	NA

Lock In of Pre-holdings: Not Applicable

***Further, the entire pre-preferential holding of the Proposed Allottee shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations. As per Regulation 167(6) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the entire pre-preferential shareholding of the allottees, locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

ii) The percentage of the post-preferential issue that may be held by the Proposed Allottee and change

in control, if any, in the Company consequent to the Preferential issue:

Sr. No.	Name of Proposed Allottee	Category	Pre-issue holding	%	No. of equity shares proposed to be allotted	Post issue holding	%	Change in Holding (%)
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	Non - promoter and Body Corporate	Nil	Nil	19,35,000	19,35,000	24.16%	N.A.
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	Non-Promoter and Body Corporate	Nil	Nil	385,000	3,85,000	4.81%	N.A.
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	Non-Promoter and Body Corporate	Nil	Nil	385,000	3,85,000	4.81%	N.A.
4.	Jagdish C. Vaghela	Public (Individual)	Nil	Nil	385,000	3,85,000	4.81%	N.A.
5.	Manjulaben Bhavsonga Thakor	Public (Individual)	Nil	Nil	385,000	3,85,000	4.81%	N.A.
6.	Mahendra Magansinh Zala	Public (Individual)	Nil	Nil	385,000	3,85,000	4.81%	N.A.
7.	Lalit Madhukar	Public (Individual)	Nil	Nil	380,000	380,000	4.75%	N.A.
8.	Rachna Rahul Nim	Public (Individual)	Nil	Nil	380,000	380,000	4.75%	N.A.
9.	Karan Bairwa	Public (Individual)	Nil	Nil	380,000	380,000	4.75%	N.A.

(f) Shareholding pattern of the Company before and after the Preferential Issue:

The pre-shareholdings of promoter is 6,48,905 (21.58%) and non-promoter (public) is 23,58,595 (78.42%) and the post subscription of shares, the post shareholdings will be consisting of 80,07,500 equity shares of face value of Rs.10/- each, respectively.

Sr. No.	Category	Pre - Holding		Post - Holding	
		No. of Shares	%	No. of Shares	%
(A)	PROMOTERS				

1.1	(a) Individuals/Hindu undivided Family	6,48,905	21.58%	6,48,905	8.10%
1.2	(b) Body Corporates	0	0	0	0
	TOTAL = (A)	6,48,905	21.58%	6,48,905	8.10%
(B)	PUBLIC				
2.1	Individuals	1,37,436	4.57	24,32,436 (1,37,436 + 22,95,000)	30.38%
2.2	Body Corporates	21,60,994	71.85	48,65,994 (21,60,994 + 27,05,000)	60.77%
2.3	Others	60,165	2.00	60,165	0.75%
	TOTAL = (B)	23,58,595	78.42%	73,58,595	91.9%
	TOTAL (A)+ (B)= (C)	30,07,500	100%	80,07,500	100%

g) time frame within which the preferential issue shall be completed:

In accordance with Regulation 170 of the ICDR Regulations, **the allotment of the Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders**, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

The Company has not made any preferential allotment during the current financial year 2023-2024.

h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/ or who ultimately control the Proposed Allottee:

Sr. No.	Details of Proposed Allottee	Name of Ultimate Beneficial Owner of the Proposed Allottee	PAN of Ultimate Beneficial Owner/ SEBI Registration No.
Non-Promoters			
1	M/s. Birford Enterprises Private Limited	Siddesh Arora	BQIPA1035J
		Raju Mahavar	CXTPM3326H

	CIN: U51909GJ2021PTC119847		
2	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	Sachinkumar Laxmanji Thakor Sanjay Bairwa	CGJPT5331C FMKPB4034G
3	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	Utsav Patel Akshaykumar N Patel	BDXPP2031H DJGPP8672H

- g)** The Company has furnished an undertaking that if required shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so;
- h)** The Company and the subscribers has furnished an undertaking that the if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees.
- i)** none of the company or any of its promoters or directors is/are a wilful defaulter or a fraudulent borrower.
- j)** the Company obtained a certificate from a **practicing company secretary M/s. Ramesh Chandra & Associates** dated **26th December, 2023** certifying that the proposed preferential issue is being made in accordance with the requirements of these regulations. This Certificate will be placed before the forth coming general meeting of the shareholders considering the proposed preferential issue. Members can take inspection of the said certificate at the Registered Office of the company from Monday to Friday between 11.00 a.m. to 1.00 p.m. till the date of EOGM dated **Wednesday, January 24, 2024.**

k) Capital of the Company:

The Present Authorized capital of the Company consists of 50,00,000 equity shares of face value of Rs.10/- each aggregating to Rs. 5,00,00,000/-.

At present the paid-up capital of the company consist of 30,07,500 equity shares of face value of Rs.10/- each aggregating to Rs. 3,00,75,000/-.

The Proposed issue consists of 50,00,000 equity shares of face value of Rs 10/- each at an issue price of Rs. 20/-. Post allotment of this preferential issue of 50,00,000 equity shares of face value of Rs 10/- each at an issue price of Rs. 20/- the paid-up capital of the company will become 8,00,75,000- consisting of 80,07,500 equity shares of face value of Rs. 10/- each.

The shares the capital of the company considering the proposed preferential allotment of 50,00,000, the Board propose to increase the authorized capital of the company from Rs. 5,00,00,000/- consisting of 50,00,000 equity shares of face value of Rs.10/- each to Rs. 10,00,00,000/- consisting of 1,00,00,000 equity shares of face value of Rs.10/- each.

l) Date of Board Resolution

The Board at their meeting held on 26th December, 2023 approved the Proposed issue of 50,00,000 equity shares of face value of Rs. 10/- each on a preferential basis to non-promoter Group.

m) Minimum Public Holding Post Preferential Allotment:

The Company further confirms that even after this allotment the Company is in compliance with rule Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 with the conditions for continuous listing of equity shares as specified in the listing agreement with the recognized stock exchange (BSE).

n) lock-in

- (1) **The proposed allotment of 50,00,000 equity shares of face value of Rs 10/- each on a preferential basis to the non-promoters (funds) shall be locked-in for a period of six months from the date of trading approval.**
- (2) If the amount payable by the allottee, in case of re-calculation of price under sub-regulation (3) of regulation 164 is not paid till the expiry of lock-in period, the equity shares shall continue to be locked-in till such amount is paid by the allottee.
- (3) The entire pre-preferential shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

Accordingly, the Board recommends passing of the resolutions set out at Item No. 1 for approval of the Members at EOGM.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the Listing Agreement.

None of the Promoters, Directors or Key Managerial Person(s) or their respective relatives are deemed to be concerned or interested in any way in this resolution.

The Board commends the passing of the resolution set out at Item No. 01 for the approval of members of the company by way of a Special Resolution.

2. TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 10,00,00,000/- UNDER SECTION 13, 61 & 64 OF THE COMPANIES ACT, 2013:

The present Authorised Share Capital of the Company is Rs. 5,00,00,000 (Rupees five Crore Only) comprising of 50,00,000 (Fifty Lakh) Equity Shares of Rs.10/- each. Considering the increased fund requirements of the Company and above stated plan in item No. 1, the Board at its Meeting held on 26th December, 2023, had accorded its approval for increase in Authorised Share Capital from Rs. 5,00,00,000 (Rupees five Crore Only) to Rs. 10,00,00,000 (Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten Only) each, subject to approval of shareholders.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 5,00,00,000 (Rupees five Crore Only) to Rs. 10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, **Clause V. (a)** of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Special Resolution.

3.VOLUNTARY DELISTING OF THE EQUITY SHARES OF THE COMPANY FROM THE CALCUTTA STOCK EXCHANGE LIMITED (CSE):

The Board considered that the Company's Equity Shares are listed with the Bombay Stock Exchange Limited and Calcutta Stock Exchanges and there is no trading or negligible trading of equity shares since listing at the Calcutta Stock Exchange. However, the Company's shares are regularly being traded at the Bombay Stock Exchange (BSE). Therefore, in terms of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 including any statutory modifications or amendments or re-enactments thereof ("SEBI (Delisting) Regulations") and applicable provisions of all other Acts and Regulations of respective authorities, the Companies have been permitted for voluntary delisting of shares including from the Regional Stock Exchange, subject to the compliance of the terms and conditions of the said regulations.

The company has not been suspended by any of the recognized Stock exchanges having nation-wide trading terminals for any non-compliance in the preceding one year.

The Board further considered that the Bombay Stock Exchange Limited (BSE) is having nationwide trading terminals and the investors have access to trade and deal in Company's shares across the country and listing on the Calcutta Stock Exchange (CSE) are not providing any significant tangible advantage to the shareholders and investors of the Company and the Company should take effective steps for voluntary delisting of the Company's Equity Shares from the Calcutta Stock Exchange Limited (CSE) and continue its listing only with the Bombay Stock Exchange Limited (BSE) to avoid unnecessary financial and administrative burden due to multiple compliance of the various Regulations under the applicable rules and regulations prescribed by the SEBI and other related provisions from time to time and to provide better services to the investors through the nationwide Stock Exchange terminal. Under Regulation 6 & of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, there is no need to give any exit option to the shareholders of the Company as the listing of the listing and trading of the equity shares of the company is at Bombay Stock Exchange ("BSE") which is having nation -wide trading terminals

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations (SEBI LODR 2025 Regulations). The Board commends the Special Resolution set out at Item No. 3 of the General Meeting Notice for approval by the members.

4. APPOINTMENT OF MR. HIMANSHU SHAH (DIN:07804362) AS DIRECTOR AND MANAGING DIRECTOR OF THE COMPANY W.E.F 1ST FEBRUARY 2024:

The appointment of Mr. Himanshu Shah (DIN:07804362) as a Director cum Managing Director of the Company. The Nomination and Remuneration committee of the Company recommended the appointment of Mr. Himanshu Shah (DIN:07804362) as Director and Managing Director of the Company with Effect from 1st February, 2024.

The Nomination and Remuneration Committee, in its meeting held on 26th December 2023, recommended and the Board of Directors, in its meeting held on 26th December 2023, approved the appointment of **Mr. Himanshu Shah (DIN:07804362)** as Director cum Managing Director of the Company.

The Term and conditions of Appointment of **Mr. Himanshu Shah (DIN:07804362)** as Director cum Managing Director:

Particulars	
Name	Mr. Himanshu Shah
DIN	07804362
Date of Appointment	1 st February 2024 FOR 3-YEARS FROM 1 ST FEBRUARY 2024 TO 30 th January 2027
As MD	Managing Director (KMP)
Tenure	3 Years
Salary	Rs. 50,000 – Rs 75,000- Rs. 100,000 per month
HRA	50 % of Basic
Other Perquisite & Benefits	As per the Company's policy (Not More than the Basic Salary)

Mr. Himanshu Shah (DIN:07804362) has confirmed his eligibility to act as a Director and he is not debarred from holding office of Director of the Company, by virtue of any SEBI Order or any other such authority. The Board of Directors, has taken on record the various declarations and confirmations submitted by Mr. Himanshu Shah (DIN:07804362).

The information as required to be disclosed under Section II of Part II of Schedule V to the Act, forms part of this Notice and enclosed in Annexure A.

Details pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India is attached as Annexure- A

The Nomination & Remuneration Committee and the Board of Directors of the Company are of the opinion that his association would be of immense benefit to the Company and it is desirable to avail his services as Managing Director. The Nomination and Remuneration Committee has recommended his appointment.

Except Mr. Himanshu Shah (DIN:07804362), none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution. The Board of Directors recommends passing of the resolution as set out at item no. 4 of this Notice as an Ordinary Resolution.

5. APPOINTMENT OF AND PAYMENT OF REMUNERATION TO MR. AVANISH ASHVINKUMAR CHAUHAN AS CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY:

The appointment of Mr. Avanish Ashvinkumar Chauhan as CFO of the Company. The Nomination and Remuneration Committee, in its meeting held on 26th December, 2023 recommended and the Board of Directors, in its meeting held on 26th December 2023, approved the appointment of Mr. Avanish Ashvinkumar Chauhan as CFO of the Company.

The Term and conditions of Appointment of Mr. Avanish Ashvinkumar Chauhan as CFO of the Company:

Particulars	
Name	Mr. Avanish Ashvinkumar Chauhan
Date of Appointment As CFO	1 st February 2024
Tenure	3 Years 1 st February 2024 to 31 st January 2027
Salary	Rs. 25,000 – Rs 50,000- Rs. 75,000 per month
HRA	50 % of Basic
Other Perquisite & Benefits	As per the Company's policy (Not More than the Basic Salary)

Mr. Avanish Ashvinkumar Chauhan has confirmed his eligibility to act as a CFO and he is not debarred from holding office of CFO of the Company, by virtue of any SEBI Order or any other such authority. The Board of Directors, has taken on record the various declarations and confirmations submitted by Mr. Avanish Ashvinkumar Chauhan.

The information as required to be disclosed forms part of this Notice and enclosed in Annexure B. Except Mr. Avanish Ashvinkumar Chauhan, none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution. The Board of Directors recommends passing of the resolution as set out at item no. 5 of this Notice as an Ordinary Resolution.

Date: December 26, 2023

Place: Kolkata

By the order of the Board of Directors

Sd/-

Nabin Kumar Samanta

(Company Secretary & Compliance Officer)

**Regd. Office: 23, Ganesh Chandra Avenue,
3rd Floor, Kolkata-700013.**

Email Id: tricon014@gmail.com
Website: www.consecutiveinvestments.com
CIN: L67120WB1982PLC035452

ANNEXURE TO THE NOTICE:

Details of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting [Pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meeting.

ANNEXURE - A

Brief profile of Managing Director (MD):

Particulars	
Name of the Director	Mr. Himanshu Shah
Date of appointment	1 st February, 2024
Type	Director/Managing Director
DIN:	07804362
Age	48 Years
Qualification	Non-Graduate
Expertise	15 Years of Experience in Agro Trading and Construction Business.
Directorships held in other Companies	AGRTA BIZCON PRIVATE LIMITED (U45500GJ2017PTC097557)
No. of Equity Shares held in the Company	Nil
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19	Mr. Himanshu Shah is not debarred from holding the office of director by virtue of any SEBI order or any other such authority
Relationship Between Directors/ KMP inter-se	N.A.

ANNEXURE - B

Brief profile of CFO:

Particulars	
Name of CFO	Mr. Avanish Ashvinkumar Chauhan
Date of appointment	1 st February, 2024
Age	27 Years
Brief Profile	Mr. Avanish Ashvinkumar Chauhan is Commerce graduate. He is having more than 5 years' experience in agro related products and account, finance and admin.
Disclosure of relationships with Directors/Key Managerial Personnel or their relatives	N.A.

COMPLIANCE CERTIFICATE REG. 163 ICDR REG. 2018



RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

COMPLIANCE CERTIFICATE

(Pursuant to Regulation 163(2), Part III of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 including any amendment/modification thereof)

To,
The Board of Directors,
Consecutive Investments & Trading Co. Ltd,
Address:
 23, Ganesh Chandra Avenue, 3rd Floor,
 Kolkata, West Bengal, India, 700001.

Dear Sir,

We M/s. **Ramesh Chandra Mishra & Associates** having CP No. 3987 Practicing Company Secretary, have been appointed by the **Consecutive Investments & Trading Co. Ltd** (hereinafter referred to as 'Company') having CIN: L67120WB1982PLC035452 and having its Registered Office at office No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India, to issue this Compliance Certificate in accordance with Regulation 163(2) of Chapter V of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018 as amended from time to time, (hereinafter referred to as "Regulations").

In connection with the proposed issuance of 50,00,000 (Fifty Lacs) equity shares at an issue price of Rs. 20/- each (Face Value Rs. 10/- each and Premium Rs. 10/- each) for issue of equity shares of face value of Rs. 10/- each to the persons belongs to the non-promoter public subscribers aggregating to Rs. 10,00,00,000/- (Rupees ten Crore Only) (Preferential Issue), the Company is required to obtain a certificate from Practicing Company Secretary, with regard to compliance with the conditions of the proposed preferential issue, as per the requirements of Regulation 163 of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018, as amended (the "ICDR Regulations").

Accordingly, this certificate is being issued under the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018.

List of Proposed Allottees:

Sr. No.	Name	Category	No of Proposed equity shares	At an issue Price of (Rs.)	Total Amount (Rs.)
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	Non-Promoter and Body Corporate	19,35,000	20	3,87,00,000
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	Non-Promoter and Body Corporate	3,85,000	20	77,00,000
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	Non-Promoter and Body Corporate	3,85,000	20	77,00,000
4.	Jagdish C. Vaghela	Public (Individual)	3,85,000	20	77,00,000
5.	Manjulaben Bhavsonga Thakor	Public (Individual)	3,85,000	20	77,00,000
6.	Mahendra Magansinh Zala	Public	3,85,000	20	77,00,000

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		(Individual)			
7.	Lalit Madhukar	Public (Individual)	3,80,000	20	76,00,000
8.	Rachna Rahul Nim	Public (Individual)	3,80,000	20	76,00,000
9.	Karan Bairwa	Public (Individual)	3,80,000	20	7,60,00,000
	Total		50,00,000	20	10,00,00,000

MANAGEMENT'S RESPONSIBILITY:

The Management of the Company is responsible for ensuring the compliance of the requirements of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018 detailed as under:

- i. Determination of the relevant date, being the date thirty days prior to the date on which the meeting of shareholders is proposed to consider the proposed preferential issue;
- ii. Determination of the minimum price of Equity Share in terms of Regulation 164 of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018;
- iii. Compliance with the conditions/ requirements of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018.

Verification:

For the purpose of confirming that the proposed preferential issue is in compliance of the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018, we have examined the following limited documents as provided by the Company and available on the date of this certificate:

- a. Certified copy of Board Resolution dated 26th December, 2023 approving Preferential Issue of 50,00,000 (Fifty Lacs) equity shares at an issue price of Rs. 20/- each (Face Value Rs. 10/- each and Premium Rs. 10/- each) for issue of equity shares of face value of Rs. 10/- each to the persons belongs to the non-promoter public subscribers aggregating to Rs. 10,00,00,000/- (Rupees ten Crore Only) (Preferential Issue);
- b. Confirmation from the Company that:
 - i. The Board of Directors of the Company have decided 25th December, 2023, as the "Relevant Date" being the date thirty days prior to the date on which the meeting of shareholders is expected to be held i.e., Wednesday, January 24, 2024 11:30 a.m. (IST), to consider and approve the Preferential Issue;
 - ii. The Company has determined the minimum price of equity shares in terms of Regulation 164 of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018;
 - iii. The Board of Directors of the Company at its meeting held on 26th December, 2023 approved Notice convening the General Meeting of the Company and approved the Preferential Issue respectively;
 - iv. The proposed Preferential Issue is being made to non-promoter public subscribers of the Company;
 - v. None of the Proposed Allottee are ineligible for allotment in terms of Regulation 159 of the ICDR Regulations;
 - vi. The equity shares held by the Proposed Allottee are already in dematerialized form;



vii. the entire pre-preferential holding of the Proposed Allottee shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations. As per Regulation 167(6) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the entire pre-preferential shareholding of the allottees, locked-in from the relevant date up to a period of 90 trading days from the date of trading approval. - **Not applicable**

viii. The Proposed Allottees have not sold or transferred any equity shares of the Company during the ninety trading days preceding the Relevant Date;

ix. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Securities and Exchange Board of India thereunder;

x. The Company will file an application seeking in-principle approval for the proposed Preferential Issue on the same day when the notice is being sent in respect of the general meeting seeking shareholders' approval for the proposed Preferential Issue;

xi. The Company has no outstanding dues to the Securities and Exchange Board of India, Stock Exchanges where the securities of the Company are listed i.e. BSE Ltd. and the Depositories (i.e. NSDL/ CDSL).

Pre-preferential holding details:

Sr. No.	Name of Allottees	No. of Shares	%	Pre-holding Lock-in Release Date
1.	M/s. Birford Enterprises Private Limited CIN: U51909GJ2021PTC119847	NIL	NIL	NA
2.	M/s. Sajm Global Impex Private Limited CIN: U51397GJ2015PTC083619	NIL	NIL	NA
3.	M/s. Aarniya Import and Export Private Limited CIN: U51909GJ2019PTC111323	NIL	NIL	NA
4.	Jagdish C. Vaghela	NIL	NIL	NA
5.	Manjulaben Bhavsonga Thakor	NIL	NIL	NA
6.	Mahendra Magansinh Zala	NIL	NIL	NA
7.	Lalit Madhukar	NIL	NIL	NA
8.	Rachna Rahul Nim	NIL	NIL	NA
9.	Karan Bairwa	NIL	NIL	NA
	Total	NIL	NIL	NA

Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, we certify that the proposed Preferential Issue is being made in compliance with the conditions/ requirements of SEBI (Issue of Capital and Disclosure Requirements) regulations 2018 stated above under the heading of verification.

Assumption & Limitation of Scope and Review:

Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.

Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.

Ramesh



CONSECUTIVE INVESTMENTS & TRADING COMPANY LIMITED

23, Ganesh Chandra Avenue, 3rd Floor, Kolkata-700013

Website: www.consecutiveinvestments.com, Email Id: tricon014@gmail.com

Telephone No: 033-22114457, CIN No: L67120WB1982PLC035452

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Our scope of work did not include verification of compliance with other requirements of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018, Companies Act, 2013, Rules and Regulations framed thereunder, other circulars, notifications, etc., as issued by relevant regulatory authorities from time to time, and any other laws and regulations applicable to the Company.

This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of further submission in the general meeting of the shareholders considering the proposed preferential issue and should not be used by any other person or for any other purpose.

For Ramesh Chandra Mishra & Associates

Practicing Company Secretary



Ramesh Chandra Mishra

Membership No.: 5477

COP NO.: 3987

UDIN: F005477E003041818

Peer Review Certificate No.: 1133/2021

Date: 26.12.2023

Place: Mumbai

Form No. SH-13

Nomination Form

**[Pursuant to Section 72 of the Companies Act, 2013 and rule 19(1) of the Companies
(Share Capital and Debentures) Rules 2014]**

To,

I/We the _____ holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death:

1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made):

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

2) PARTICULARS OF NOMINEE/S:

a) Name:
(b) Date of Birth:
(c) Father's/Mother's/Spouse's name:
(d) Occupation:
(e) Nationality:
(f) Address:
(g) E-mail id:
(h) Relationship with the security holder:

3) IN CASE NOMINEE IS A MINOR:

(a) Date of birth:
(b) Date of attaining majority:
(c) Name of guardian:
(d) Address of guardian:
Name:
Address:
Name of the Security Holder(s):
Signature:
Witness with name and address:

PROXY FORM (FORM NO. MGT-11)

EXTRAORDINARY GENERAL MEETING

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

Name of the Company: CONSECUTIVE INVESTMENTS & TRADING COMPANY LIMITED

CIN: L67120WB1982PLC035452

Registered office: 23, Ganesh Chandra Avenue, 3rd Floor, Kolkata - 700 013.

Corporate office: 23, Ganesh Chandra Avenue, 3rd Floor, Kolkata - 700 013.

Name of the Member(s): _____

Registered Address: _____

Email-Id: _____

Folio No/Client ID: _____ **DPID:** _____

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

1. **Name:** _____

Address: _____

E-mail Id: _____

Signature: _____

2. **Name:** _____

Address: _____

E-mail Id: _____

Signature: _____

3. **Name:** _____

Address: _____

E-mail Id: _____

Signature: _____

As my/ our proxy to attend and vote (on a poll)for me/ us and on my/our behalf at the Extraordinary General Meeting of Consecutive Investments & Trading Company Limited to be held on Wednesday, January 24, 2024 at 11:30 a.m. at Registered office and at any adjournment thereof in respect of such resolutions are indicated below:

Sr. No.	Resolutions	For	Against	Abstain
SPECIAL BUSINESS (SPECIAL RESOLUTION / ORDINARY RESOLUTION)				
1.	PREFERENTIAL ISSUE OF 50,00,000 EQUITY SHARES TO NON-PROMOTER AND PUBLIC AT AN ISSUE PRICE OF RS. 20 PER EACH SHARE OF FACE VALUE OF RS. 10/- EACH:			
2.	TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 10,00,00,000/- UNDER SECTION 13 AND 61 OF THE COMPANIES ACT, 2013:			
3.	VOLUNTARY DELISTING OF THE EQUITY SHARES OF THE COMPANY FROM THE CALCUTTA STOCK EXCHANGE LIMITED (CSE):			
4.	APPOINTMENT OF MR. HIMANSHU SHAH (DIN:07804362) AS DIRECTOR AND MANAGING DIRECTOR OF THE COMPANY W.E.F 1 ST FEBRUARY 2024:			
5.	APPOINTMENT OF AND PAYMENT OF REMUNERATION TO MR. AVANISH ASHVINKUMAR CHAUHAN AS CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY:			

Affix Revenue Stamp

Signed this _____ day of _____ 2024

Signature of shareholder: _____

Signature of Proxy holder(s): _____

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office/Corporate office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please complete all details including details of member(s) before submission.

ATTENDANCE SLIP

EXTRAORDINARY GENERAL MEETING

EVSNO IS 127439

I hereby record my presence at the **Extraordinary General Meeting of the Company** to be held at the registered office of the company at office No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India, **on Wednesday, January 24, 2024 at 11:30 a.m.**

Name of the Member: _____

Folio/Client ID No.: _____

Name of the Proxy/Representative (in Block Letters) (To be filled in if the Proxy/Representative attends Instead of the Member): _____

Signature of the Member or Proxy/Representative:

Note:

- 1) Members are requested to bring their copies of the Notice to the EGM, since further copies will not be available.
- 2) The Proxy, to be effective should be deposited at the Registered Office at No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India of the Company not less than **FORTY-EIGHT HOURS before the commencement of the meeting.**
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Form No. MGT-12

POLLING PAPER

[Pursuant to section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: CONSECUTIVE INVESTMENT & TRADING COMPANY LIMITED

CIN: L67120WB1982PLC035452

Registered Office: 23, Ganesh Chandra Avenue, 3rd Floor, Kolkata-700013, India.

Website: www.consecutiveinvestments.com

Email Id: tricon014@gmail.com

BALLOT PAPER

Sr. No.	Particulars	Details
1	Name of the First-named Shareholder (In BLOCK letters)	
2	Postal address	
3	Registered Folio No./ *DP ID and Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share	

I hereby exercise my vote in respect of Ordinary/ Special Resolution/s enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr. No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
SPECIAL BUSINESS (SPECIAL RESOLUTION / ORDINARY RESOLUTION)				
1.	PREFERENTIAL ISSUE OF 50,00,000 EQUITY SHARES TO NON-PROMOTER AND PUBLIC AT AN ISSUE PRICE OF RS. 20 PER EACH SHARE OF FACE VALUE OF RS. 10/- EACH:			
2.	TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 10,00,00,000/- UNDER SECTION 13 AND 61 OF THE COMPANIES ACT, 2013:			
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4.	APPOINTMENT OF MR. HIMANSHU SHAH (DIN:07804362) AS DIRECTOR AND MANAGING DIRECTOR OF THE COMPANY W.E.F 1ST FEBRUARY 2024:			
5.	APPOINTMENT OF AND PAYMENT OF REMUNERATION TO MR. AVANISH ASHVINKUMAR CHAUHAN AS CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY:			

Place:

Date:

(Signature of the shareholder)

Route Map for venue of EGM of Consecutive Investment & Trading Company Limited to be held on Wednesday, January 24, 2024 at 11:30 a.m. at the registered office of the company at office No. 23, Ganesh Chandra Avenue, 3rd floor, Kolkata-700013, India.

