



YAMINI INVESTMENTS COMPANY LTD.

(CIN: L67120MH1983PLC029133)

Regd. Off: B - 614, CRYSTAL PLAZA, OPP. INFINITY MALL, NEW LINK ROAD, ANDHERI (W), MUMBAI- 400 053

Tel.: 022-40164455; E-mail ID: yaminiinvestments@gmail.com; Website: www.yaminiinvestments.co.in

Date: 07th February, 2025

To,
The Bombay Stock Exchange Limited
PJ Towers, Dalal Street,
Mumbai - 700 001

BSE Scrip Code: 511012

Subject: Addendum to the Notice of Extra Ordinary General Meeting to be held on Tuesday, 18th February, 2025

Dear Sir/Madam,

This is in furtherance to our intimation dated January 25, 2025, wherein the Company had submitted its Notice of Extra Ordinary General Meeting of the Company Meeting to be held on Tuesday, 18th February, 2025.

Subsequent to the issuance of the EGM notice, the Company proposed for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the Objects Clause of the MOA of the Company, which is presently restricted in scope, is required to be comprehensive so as to cover a wide range of activities to enable the Company to consider embarking upon new projects and activities. Therefore, the Board has decided to carry on agricultural business activity as one of the main business activities and not to continue it as ancillary business activity.

The alteration in the Objects Clause of the MOA is to facilitate diversification. This will enable the Company to enlarge its area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the Company.

Accordingly, the Company has amended the EGM Notice by adding an additional Agenda item No. 02 for alteration in main object clause of the Memorandum of Association of the Company.

We are enclosing herewith Addendum to the Notice of the EGM of the Members of the Company to be held on February 18, 2025 at 03:30 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means. This Addendum shall be deemed to be an integral part of the original Notice dated January 22, 2025 and the notes provided therein.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours Sincerely,

For, Yamini Investments Company Limited

Vandana
Agarwal

Vandana Agarwal

Director

DIN: 02347593

(This document is signed by the Director of the Company and is subject to the provisions of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014. It is not to be used for any purpose other than the one for which it is issued.)



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ADDENDUM TO THE NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

ADDENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF YAMINI INVESTMENTS COMPANY LIMITED TO BE HELD ON TUESDAY, 18TH DAY OF FEBRUARY, 2025 AT 03:30 P.M. (IST) THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO-VISUAL MEANS (“OAVM”).

Pursuant to the provisions of section 4, 13 and 15 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, the Board of Directors of the Company (‘the Board’) have at their meeting held on February 06, 2025 have, subject to approval of the Members of the Company at the Extra Ordinary General Meeting (‘EGM’) of the Company proposed to alter the Object Clause of the Memorandum of Association of the Company.

Since, the matter was considered by the Board subsequent to the issue of the Notice of the EGM of the Company, an Addendum to the Notice of the EGM is being circulated to the Members in terms of the provisions of the Companies Act, 2013 electronically to the members and it shall form an integral part of the original Notice dated January 22, 2025 of EGM of the Company and the notes provided therein, for all purposes.

The Resolution for Alteration of the Object Clause of the Memorandum of Association of the Company will be taken up for consideration of the Members of the Company in the EGM as a part of Special Business in the form of a Special Resolution, as set forth below.

The below mentioned would be included in the remote e-voting facility commencing on Saturday, February 15, 2025 at 9:00 A.M. and ends on Monday, February 17, 2025 at 5:00 P.M and e-voting during the EGM.

SPECIAL BUSINESS:

2. Alteration of the Object Clause of the Memorandum of Association of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of sections 4, 13 and 15 and other applicable provisions, if any, of the Companies Act, 2013 (“The Act”) read with the Companies (Incorporation) Rules, 2014 and other applicable rules and regulations made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanction of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and is hereby accorded for effecting alterations in the existing Object Clause of the Memorandum of Association (“the MOA”) of the Company in the following manner:



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Clause III (A) of the MOA be altered by substituting the existing sub-clause 1 and 2 with a new sub-clause 1 as stated hereunder and inserting new sub-clause 2 after the said sub-clause 1 as under:

1. To carry on the business of an investment company and to buy, sell, or otherwise deal in shares, stocks, units, debentures, debenture stock bonds, mortgages, obligations and securities of any kind issued or guaranteed by any company, corporation or undertaking of whatever nature whether incorporated or otherwise.
2. To prepare, manufacture, process, market, trade, import, export, improve, sell and deal in all kinds of agro/agri/food products including but not limited to spices, oil seeds, grains, vegetables, herbs, pickles and other items derived from agricultural, farming or relevant activities.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolutions as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the board to secure any further consent or approval of the members of the Company.”

**For and on behalf of the Board of Directors
Yamini Investments Company Limited**

Sd/-

**Kalpana Agarwala
Company Secretary**

Place: Mumbai

Date: 06.02.2025



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Notes:

1. The explanatory statement pursuant to section 102(1) of the Act and other applicable provisions, which sets out details relating to the proposed Special Business above to be transacted at the EGM, which is considered to be unavoidable by the Board of Directors of the Company, is annexed hereto.
2. In compliance with the applicable MCA Circulars and SEBI Circulars dated May 12, 2020 and May 13, 2022 read with January 05, 2023, Addendum to the Notice of the EGM is being sent only through electronic mode to those Members to whom the Notice dated January 22, 2025 were sent, on the email ids as available with the Company/Depositories/RTA.
3. Members may note that the Addendum to the Notice of EGM will also be available on the Company's website, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.
4. Relevant documents referred to in this Addendum to Notice of EGM are available electronically for inspection without any fees by the Members from the date of circulation of this Notice upto the date of the EGM. Members who wish to seek inspection, may send their request to the Company.
5. All the processes, notes and instructions relating to remote e-voting and e-voting during the EGM as well as the process of attending the EGM through VC/OAVM as set out in the EGM Notice dated January 22, 2025, shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice. Furthermore, the Scrutinizers appointed for the ensuing EGM will act as Scrutinizers for the Resolution proposed in this Addendum to the Notice of EGM.



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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item No. 2

Alteration of the Object Clause of the Memorandum of Association of the Company.

Your Board has to consider from time to time proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the Objects Clause of the Memorandum of Association of the Company ('MOA'), which is presently restricted in scope, is required to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new projects and activities.

The alteration in the Objects Clause of the MOA as set out in the Resolution is to facilitate diversification. This will enable the Company to enlarge its area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the Company.

The "Main Object" clause of the MOA of the Company is being amended by substituting the existing sub-clause 1 and 2 with a new sub-clause 1 as stated hereunder and inserting new sub-clause 2 after the said sub-clause 1 as under:

The Board at its meeting held on February 06, 2025 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

The draft copy of the Memorandum of Association of the Company with the proposed alteration is available for inspection at the registered office of the Company on any working day during Business Hours till the date of EGM. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

For and on behalf of the Board of Directors
Yamini Investments Company Limited

Sd/-
Kalpana Agarwala
Company Secretary

Place: Mumbai
Date: 06.02.2025