

GOALPOST INDUSTRIES LIMITED

(Formerly known as Gulmohar Investments and Holdings limited)

Regd Office: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
Email id: gulmoharlimited@gmail.com. Tel.: +91-9599919919. Website: www.goalpostltd.in
CIN : L74110DL1982PLC013956

NOTICE

Notice is hereby given that an Extraordinary General Meeting ("EGM") of the members of Goalpost Industries Limited (the "Company") will be held on Saturday, February 15, 2025 at 11:00 a.m. at the registered office of the Company at 324A, IIIrd floor, Aggarwal Plaza, Sector- 14, Rohini, Delhi 110085 to transact the following businesses:

SPECIAL BUSINESS

1. Regularisation of Additional Director, Mr. Rohit Mittal (DIN:02527072) as (Non-Executive and Non-Independent) Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, as amended from time to time, Mr. Rohit Mittal (DIN:02527072), who was appointed as an Additional Director of the Company, by the Board of Directors of the Company ("the Board"), based on the recommendation of the Nomination and Remuneration Committee with effect from **October 08, 2024**, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Category: Non-Executive, Non Independent Director) of the Company, liable to retire by rotation, provided that his appointment shall be subject to approval by the shareholders in a general meeting at-least once in every five years.

2. Regularisation of Additional Director, Mrs. Lalita Mittal (DIN:07008283) as (Non-Executive and Non-Independent) Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, as amended from time to time, **Mrs. Lalita Mittal (DIN:07008283)**, who was appointed as an Additional Director of the Company, by the Board of Directors of the Company ("the Board"), based on the recommendation of the Nomination and Remuneration Committee with effect from **October 08, 2024**, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member

proposing his candidature for the office of Director, be and is hereby appointed as a Director (Category: Non-Executive, Non Independent Director) of the Company, liable to retire by rotation, provided that his appointment shall be subject to approval by the shareholders in a general meeting at-least once in every five years.

RESOLVED FURTHER THAT the Board (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.”

By order of Board

For **Goalpost Industries Limited**

Kalika Mishra
Company Secretary
M.No: A68482

Date : 20.01.2025

Place : Delhi

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) in respect of the special businesses mentioned in the Notice of this Extra Ordinary General Meeting (“EGM”) (“Notice”) is annexed hereto..
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (“EGM”) IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND ON A POLL TO VOTE ON HIS/HER BEHALF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate, not more than ten percent of the total share capital of the Company, carrying voting rights. Provided that a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.**
3. The instrument appointing the Proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (Forty Eight) hours before the EGM. Proxies submitted on behalf of limited companies, trusts, etc. must be supported by appropriate resolution/authority, as applicable. A Proxy form for the EGM is enclosed along with this notice.
4. Members/Proxies should bring the enclosed Attendance Slip, duly filled in, for attending the EGM.

5. To support the “Green Initiative”, Members who have not registered their email addresses are requested to register the same with the Company’s Share Registrars and Transfer Agents / their Depository Participants, in respect of shares held in physical / electronic mode, respectively.
6. The Notice of the EGM is being sent by electronic mode to all the Members, whose e-mail addresses are registered with the Depositories. For Members who have not registered their e-mail addresses with the Depositories, physical copies are being sent by the permitted modes. The Notice of the EGM is also posted on the website of the Company at www.goalpostltd.in.
7. **Members who have not registered their e-mail address so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.**

The email addresses can be registered with the Depository Participant (“DP”) in case the shares are held in electronic form and with the Registrar and Transfer Agents of the Company (“RTA”) in case the shares are held in physical form.

Members are requested to take a note of the SEBI Circular dated November 3, 2021 and clarification issued by SEBI dated December 14, 2021 on ‘Common and simplified norms for processing investor’s service request by RTAs and norms for furnishing PAN, KYC details and Nomination’. As per the said SEBI Circular, all members holding shares in physical form are mandatorily required to update their PAN, KYC details and nomination with the Company / RTA. In case any of these details are not updated, the shares will be frozen. Said SEBI Circular and the prescribed forms for updating these details are uploaded on the website of the Company, the link of which is <https://www.goalpostltd.in>.

Members may also note that the Notice will also be available on the Company’s website, websites of the Stock Exchanges i.e. Metropolitan Stock Exchange of India Limited, Calcutta Stock Exchange Limited and National Stock Exchange of India Limited and Central Depository Services (India) Limited (“CDSL”) at www.goalpostltd.in, www.msei.in, www.cse-india.com and www.cdslindia.com / www.evotingindia.com respectively.

The physical copies of the documents will also be available at the Company’s registered office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same free of cost. For any communication, the members may also send requests to the Company’s email id gulmoharlimited@gmail.com.
8. Members desirous of obtaining any information concerning the proposed Resolutions are requested to write to the Company at least 10 days before the date of Extra-Ordinary General Meeting so as to enable the management to keep the information ready.
9. Pursuant to section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Sunday, 09th February, 2025 to Saturday, 15th February, 2025 (both days inclusive) for the purpose of Extra Ordinary General Meeting.
10. The ISIN of the Equity Shares of Rs.10/- each is INE204V01016.
11. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification /Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.

12. In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Companies Act, 2013, members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s).

VOTING THROUGH ELECTRONICS MEANS

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the Extra-Ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e- Voting system.

The Notice of the Extra-ordinary General Meeting (EGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evoting.nsdl.com or www.goalpostltd.in.

The facility for voting through Poling Paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

PROCEDURE TO LOGIN TO E-VOTING WEBSITE

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.nsd.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.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e.NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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 or joining virtual meeting & voting during the meeting.</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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at</p>

holding securities in demat mode with CDSL

helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method 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 followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 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.
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 to cs.goelaakash@gmail.com with a copy marked to evoting@nsdl.co.in.
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 or contact Ms.Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company’s email address gulmoharlimited@gmail.com.

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 (gulmoharlimited@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 (gulmoharlimited@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.

OTHER INFORMATION

1. The e-voting period commences on 12th February, 2025 (9:00 a.m.) and ends on 14th February, 2025 (5:00 p.m.). During this period, members of the Company holding shares either in physical or dematerialized form, as on the cut-off date i.e. **Saturday, 08th February, 2025**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which a vote has already been cast. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice convening the EGM and up to the cut-off date i.e. 08th February, 2025, may obtain his login ID and password by sending a request at evoting@nsdl.co.in.
2. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Saturday, 08th February, 2025.
3. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
4. Shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of Saturday, 08th February, 2025, may only cast their vote at the Extra-Ordinary General Meeting.
5. Mr. Aakash Goel, Proprietor of **M/s G Aakash & Associates, Practicing Company Secretaries** has been appointed as the Scrutinizer for the Purpose of Extra-Ordinary General Meeting.

6. The Scrutinizer shall immediately after the conclusion of voting at the EGM, first count the voting cast at the meeting and make a Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the EGM not later than three working days from the conclusion of the EGM.
7. The Results shall be declared forthwith after the submission of Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the EGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
8. The Results declared along with the Scrutinizer's Report will be available on the website of the Company www.ritaholdings.in after the declaration of the results by the Chairman.

MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.

**By the order of Board of Directors of
Goalpost Industries Limited**

**Kalika Mishra
Company Secretary
M.No: A68482**

Date: 20.01.2025

Place: New Delhi

GOALPOST INDUSTRIES LIMITED

(Formerly known as Gulmohar Investments and Holdings limited)

Regd Office: 324A, 11th Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Email id: gulmoharlimited@gmail.com. Tel.: 011-27860681. Website: goalpostltd.in

CIN : L74110DL1982PLC013956

EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT"):

The following statement sets out all material facts relating to the special businesses under Item Nos. 1 to 2 of the accompanying Notice dated January 20, 2025.

Item Nos. 1 :

The Board vide resolution passed on October 08, 2024, based on the recommendation of the Nomination and Remuneration Committee, recommended for the approval of the Members, the appointment of Mr. Rohit Mittal (DIN: 02527072) as a Director of the Company, w.e.f. October 08, 2024, liable to retire by rotation.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Hence in our company the provision of Reg 17(1C) is not applicable till the date of listing of additional securities on dated October 03, 2024 vide circular no MSEI/LIST/2024/830. So that on October 03, 2024 the Regulation 17(1C) be applicable then company have six months to get compliance of regulation which earlier not applicable to the company.

Further, in terms of the amended Regulation 17(1D) of the SEBI Listing Regulations, effective from April 1, 2024, the continuation of a director serving on the board of directors of a listed entity shall be subject to the approval by the shareholders in a general meeting at least once in every five years from the date of their appointment or reappointment, as the case may be.

Accordingly, approval of the shareholders is sought to comply with the Listing Regulations

Mr. Rohit Mittal has given his consent to act as a Director of the Company pursuant to Section 152 of Act. The Company has received a Notice under Section 160 of the Act from a Member signifying his candidature as a Director of the Company Mr. Rohit Mittal has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by the SEBI.

Brief profile of Mr. Rohit Mittal is as under:

Mr. Rohit Mittal aged 35 years is a highly qualified professional with a robust educational background, holding a Bachelor's in Business Administration from Guru Jambheshwar University of Science & Technology and a Graduate Diploma in International Business from Jagan Nath Institute of Management Sciences. With over 6 years of relevant experience in the trading business and more than 8 years in the hospitality industry, he brings a wealth of knowledge and expertise to his roles. Mr. Mittal's diverse experience enables him to excel in dynamic environments and contribute effectively to business growth and development.

Additional information in respect of Mr. Rohit Mittal pursuant to the Listing Regulations and the SS- 2, is provided in the Annexure to this Notice

The Board is of the view that the association of Mr. Rohit Mittal and the rich experience and the vast knowledge he brings with him would benefit the Company. He also possesses requisite skills, expertise and competencies, particularly carrying industry expertise and expertise in the areas of investments and business acumen in different regions across the globe.

Mr. Rohit Mittal shall be entitled to sitting fees for attending the meetings of the Board and its committees or any other form of compensation.

The Board of Directors recommends passing of the resolution no. 1 of this Notice, for the appointment of Mr. Rohit Mittal as a Director of the Company liable to retire by rotation, for the approval of the Members.

Except Mr. Rohit Mittal and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the resolution as set out in the Items No. 1 of this Notice.

Item Nos. 2 :

The Board vide resolution passed on October 08, 2024, based on the recommendation of the Nomination and Remuneration Committee, recommended for the approval of the Members, the appointment of Mrs. Lalita Mittal (DIN: 07008283) as a Director of the Company, w.e.f October 08, 2024, liable to retire by rotation.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Hence in our company the provision of Reg 17(1C) is not applicable till the date of listing of additional securities on dated October 03,2024 vide circular no MSEI/LIST/2024/830. So that on October 03,2024 the Regulation 17(1C) be applicable then company have six months to get compliance of regulation which earlier not applicable to the company.

Further, in terms of the amended Regulation 17(1D) of the SEBI Listing Regulations, effective from April 1, 2024, the continuation of a director serving on the board of directors of a listed entity shall be subject to the approval by the shareholders in a general meeting at least once in every five years from the date of their appointment or reappointment, as the case may be.

Accordingly, approval of the shareholders is sought to comply with the Listing Regulations

Mrs. Lalita Mittal has given his consent to act as a Director of the Company pursuant to Section 152 of Act. The Company has received a Notice under Section 160 of the Act from a Member signifying her candidature as a Director of the Company Mrs. Lalita Mittal has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by the SEBI.

Brief profile of Mrs. Lalita Mittal is as under:

Mrs. Lalita Mittal age 55 years is a seasoned professional with over 20 years of diverse industrial experience, particularly in the trading sector. Her expertise spans both private and public companies, where she has successfully leveraged her extensive business acumen to drive growth and innovation. Mrs. Mittal's strategic insights and deep understanding of market dynamics have made her a valuable asset in navigating complex business landscapes.

Additional information in respect of Mrs. Lalita Mittal pursuant to the Listing Regulations and the SS- 2, is provided in the Annexure to this Notice

The Board is of the view that the association of Mrs. Lalita Mittal and the rich experience and the vast knowledge he brings with him would benefit the Company. He also possesses requisite skills, expertise and competencies, particularly carrying industry expertise and expertise in the areas of investments and business acumen in different regions across the globe.

Mrs. Lalita Mittal shall be entitled to sitting fees for attending the meetings of the Board and its committees or any other form of compensation.

The Board of Directors recommends passing of the resolution no. 2 of this Notice, for the appointment of Mrs. Lalita Mittal as a Director of the Company liable to retire by rotation, for the approval of the Members.

Except Mrs. Lalita Mittal and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the resolution as set out in the Items No. 2 of this Notice.

**By the order of Board of Directors of
Goalpost Industries Limited**

**Kalika Mishra
Company Secretary
M.No: A68482**

Date: 20.01.2025

Place: New Delhi

Annexure to Item 1 and 2 of this Notice :

Details of Directors seeking appointment and re-appointment at the forthcoming Extra Ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Annexure-1:

S. No.	Particulars	Details
1.	Name of Director	Rohit Mittal
2.	Date of Birth	04/05/1989
3.	Nationality	Indian
4.	Date of Appointment on the Board	October 08,2024
5.	Qualification	Bachelor's in Business Administration from Guru Jambheshwar University of Science & Technology and a Graduate Diploma in International Business from Jagan Nath Institute of Management Sciences
7.	Expertise in specific functional area	With over 6 years of relevant experience in the trading business and more than 8 years in the hospitality industry, he brings a wealth of knowledge and expertise to his roles.
8.	No. of Shares held in the company	Nil
9.	List of directorship held in other companies *	1. Ganga Builders Limited 2. Skybox Industries Limited 3. Sunita Bonds and Holdings Limited 4. Kedarnath Industries Limited 5. Super Finance Limited
10.	Number of Board Meeting attended during the FY 2024	Not Applicable
11.	Chairman / Member in the Committees of the Boards of companies in which he is Director*	Chairperson: Nil Member : 1. Ganga Builders Limited _ Member 2. Skybox Industries Limited_ Member

		3. Sunita Bonds and Holdings Limited_Member 4. Kedarnath Industries Limited_Member 5. Super Finance Limited_Member
12.	Relationships between Directors inter-se	Mr Rohit Mittal is not related to any other director of the Company . but related to Mrs. Lalita Mittal who is already appointed as director.
13.	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mr. Mittal is not debarred from holding the office of director pursuant to any SEBI order or any other authority.

* Directorship includes Directorship of Public Companies & Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether Listed or not).

Annexure-2:

Details of Directors seeking appointment and re-appointment at the forthcoming Extra Ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

S. No.	Particulars	Details
1.	Name of Director	Lalita Mittal
2.	Date of Birth	30/04/1969
3.	Nationality	Indian
4.	Date of Appointment on the Board	October 08,2024
5.	Qualification	Nil

7.	Expertise in specific functional area	Mrs. Lalita Mittal age 55 years is a seasoned professional with over 20 years of diverse industrial experience, particularly in the trading sector. Her expertise spans both private and public companies, where she has successfully leveraged her extensive business acumen to drive growth and innovation.
8.	No. of Shares held in the company	Nil
9.	List of directorship held in other companies *	1. Ganga Builders Limited 2. Skybox Industries Limited 3. Sunita Bonds and Holdings Limited 4. Super Finance Limited
10.	Number of Board Meeting attended during the FY 2024	Not Applicable
11.	Chairman / Member in the Committees of the Boards of companies in which he is Director*	Chairperson: Nil Member : 1 . Ganga Builders Limited _ Member 2. Skybox Industries Limited_ Member 3. Sunita Bonds and Holdings Limited_ Member 4. Super Finance Limited_ Member
12.	Relationships between Directors inter-se	Mrs Lalita Mittal is not related to any other director of the Company . but related to Mr. Rohit Mittal who is already appointed as director.
13.	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mrs. Lalita Mittal is not debarred from holding the office of director pursuant to any SEBI order or any other authority.

* Directorship includes Directorship of Public Companies & Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether Listed or not).

GOALPOST INDUSTRIES LIMITED

(Formerly known as GULMOHAR INVESTMENTS AND HOLDINGS LIMITED)

Regd Office: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110 085

Email id:gulmoharlimited@gmail.com.Tel.:+91-9599919919.Website:goalpostltd.in

CIN : L74110DL1982PLC013956

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative	
Name of the proxy (to be filed in if proxy attends instead of the member).	

I certify that I am a registered Shareholder/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Extra Ordinary General Meeting of the Company held on Saturday, the 15th day of February , 2025 at 11:00 A.M., at the Registered Office of the Company situated at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Signature of the Member/Proxy
(To be signed at the time of handing over the slip)

Notes:

1. Notice of the Extra Ordinary General Meeting along with Attendance Slip and Proxy Form is being sent to all the members whose E-mail address is registered with the Company/Depository Participant unless any member has requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Extra Ordinary General Meeting can print copy of this Attendance Slip.
2. Physical copy Notice of Extra Ordinary General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose E-mail id is not registered or have requested for a hard copy.

GOALPOST INDUSTRIES LIMITED

(Formerly known as GULMOHAR INVESTMENTS AND HOLDINGS LIMITED)

Regd Office: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110 085

Email id: gulmoharlimited@gmail.com. Tel.: +91-9599919919. Website: goalpostltd.in

CIN : L74110DL1982PLC013956

FORM NO. MGT-11 PROXY FORM

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

CIN: L74110DL1982PLC013956

Name of the Company: GOALPOST INDUSTRIES LIMITED

Venue of the Meeting: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Date and Time: 15th day of February, 2025 at 11:00 A.M.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID/ Regd. Folio No.	
No. of shares held	

I/We, being the member(s) of shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Saturday, the 15th day of February 2025 at 11:00 A.M., at the Registered Office of the Company situated at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: _____ Address: _____

E-mail ID: _____ Signature: _____

or failing him/her

2. Name: _____ Address: _____

E-mail ID: _____ Signature: _____

or failing him/her

3. Name: _____ Address: _____

E-mail ID: _____ Signature: _____

or failing him/her

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
<i>Special Business</i>				
1.	Regularization of Additional Director, Mr. Rohit Mittal (DIN:02527072) as Non-Executive and Non-Independent Director of the Company			
2.	Regularization of Additional Director, Mrs. Lalita Mittal (DIN:07008283) as Non-Executive and Non-Independent Director of the Company			

Signature of shareholder Signature of Proxy holder(s)

Signed this Day of 2025

Affix Revenue Stamp

Note:

- a. This is optional to put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.
- b. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- c. A Proxy need not be a member of the Company.
- d. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

GOALPOST INDUSTRIES LIMITED

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CIN : L74110DL1982PLC013956

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]

CIN: L74110DL1982PLC013956

Name of the Company: GOALPOST INDUSTRIES LIMITED

Venue of the Meeting: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Date and Time: 15th day of February , 2025 at 11:00 P.M.

BALLOT PAPER

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No.	
4.	Class of Share	

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

S. No.	Resolution	Number of shares held	I assent to the resolution	I dissent from the resolution
Special Business				
1.	Regularization of Additional Director, Mr. Rohit Mittal (DIN:02527072) as Non-Executive and Non-Independent Director of the Company			
2.	Regularization of Additional Director, Mrs. Lalita Mittal (DIN:07008283) as Non-Executive and Non-Independent Director of the Company			

Place:

Date:

(Signature of the shareholder)

