



**ROSE MERC
LIMITED**

तमसो ऽ मा ज्योतिर्गमय



15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L24110MH1985PLC035078

To,
The Deputy Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
P.J. Towers, Dalal Street,
Mumbai – 400 001

Date: 24th July, 2023

Fax No.: 022-22722061/41/39/27

Subject: Corrigendum to the Notice of 39th Annual General Meeting for the Financial year 2022-2023.

Ref: Security Code – 512115 ISIN: INE649C01012

This is in furtherance to our letter dated 11th July, 2023 wherein the Company had submitted its Annual Report along with the Notice of the 39th Annual General Meeting (herein after referred as “The Notice”) scheduled to be held on Thursday 3rd August, 2023 at 04:00 P.M through Other Audio Visual Means (OAVM).

This is to inform you that certain inadvertent errors were noticed in the Notice after the same was dispatched on July 11, 2023 through email. In this regard, please find the attached Corrigendum to the Notice of Annual General Meeting. We are enclosing herewith the Annual Report of the Company along with the Notice after incorporation of the below mentioned changes and the same is also being published in the Active times (English language) and Mumbai Lakshadeep (Marathi language) and will also be made available on website of the stock exchanges i.e., BSE and on the website of the Company at <https://www.rosemerc.in>.

Request you to take the same on your records.

For Rose merc Limited

NOORUDDIN MOHAMMED SHAIKH

Wholetime Director

DIN: 09660481

Place: Mumbai

Date : 24th July, 2023



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**CORRIGENDUM TO ANNUAL GENERAL MEETING NOTICE DATED 7th JULY 2023 OF ROSE
MERC LIMITED**

We draw attention of all the Members of Rose Merc Limited (“the Company”) to the Notice of the AGM dated 7th July, 2023 circulated for convening of the 39th Annual General Meeting (AGM) of the Company scheduled to be held on Thursday 3rd August, 2023 at 04:00 P.M through / Other Audio Visual Means (OAVM). This Corrigendum to the Notice of the AGM shall form an integral part of the said Notice of the AGM which has already been circulated to the shareholders of the Company and on and from the date hereof, the Notice of the AGM shall always be read in conjunction with this Corrigendum.

Certain typographical errors have been identified in the said Notice of Annual General Meeting. Accordingly, this Corrigendum is being issued so as to rectify details as mentioned herein below:

1. In item 9 of Notice - To Approve Issue Of Equity Shares Of The Company On Preferential Basis For Consideration Other Than Cash (Share Swap):

In Table 2 – Sr. No. 2 – Please read the “No. of Shares of the Target Company (“Sale Shares”)” as 5,100 instead of 51,000.

2. In item 8 & 9 of Explanatory Statement Pursuant To Section 102 (1) Of The Companies Act, 2013 to the Postal Ballot Notice:

In point 7 “The Identity of the proposed Allottee and the percentage of post preferential issue capital that may be held by them:

Sr. No.	Name of the proposed allottee	The natural persons who are ultimate beneficial owner	Pre-Issue			Number of Equity Shares proposed to be allotted	Post-Issue (Upon conversion within 18 months from date of allotment on fully diluted basis) (Refer Note 1 below)		
			Category (Promoter /Non-Promoter)	No. of Shares	Percent age holding (%)		Category (Promoter /Non-Promoter)	No. of Shares	Percent age holding (%)
1	Saurabh Sanjay Chaudhary	Individual	Non-Promoter			7,00,000	Non-Promoter	7,00,000	12.22
2	Arati Nimesh Shah	Individual	Non-Promoter			45,900	Non-Promoter	45,900	0.80
3	Mahendra M Dahisaria	Individual	Non-Promoter			5,100	Non-Promoter	5,100	0.09
4	Uday Pandurang Sait	Individual	Non-Promoter	-	-	50,000	Non-Promoter	50,000	0.87
5	Suhas Dattatraya Kale	Individual	Non-Promoter	-	-	50,000	Non-Promoter	50,000	0.87
6	Tony Lalchand	Hindu Undivided	Non-	-	-	5,000	Non-	5,000	0.09



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	Nawani (HUF)	Family: 1.Tony Lalchand Nawani (Karta) 2.Bhavna Tony Nawani (Co- parcener) 3.Mohnish Tony Nawani (Co- Parcener)	Promoter				Promoter		
7	Gaurav Tripathi	Individual	Non-Promoter	-	-	25,000	Non-Promoter	25,000	0.44
8	Renu Khatri	Individual	Non-Promoter	5997	0.21	15,000	Non-Promoter	20,997	0.37
9	Chaitanya Vaidya	Individual	Non-Promoter	-	-	1,00,000	Non-Promoter	1,00,000	1.75
10	Dattatray Rajaram Jadhav	Individual	Non-Promoter	-	-	50,000	Non-Promoter	50,000	0.87
11	Shailesh Madhav Pethe	Individual	Non-Promoter	-	-	10,000	Non-Promoter	10,000	0.17
12	Vijaykumar Pandurang Gaurat	Individual	Non-Promoter	-	-	5,000	Non-Promoter	5,000	0.09
13	Atul Satishchandra Jain	Individual	Non-Promoter	-	-	50,000	Non-Promoter	50,000	0.87
	Total			5,997	0.21	11,11,000		11,16,997	19.50

Note: The Post Issue Capital percentages have been calculated considering fully diluted equity share capital addition of as follows:

1. The post-issue shareholding pattern has been arrived on the assumption that:

- 7,51,000 equity shares proposed to be allotted on preferential basis will be subscribed in full.
- 3,60,000 convertible warrants proposed to be issued and allotted, subject to shareholder approval hereinabove, will be subscribed in total and be converted into equivalent number of equity shares by the proposed allottees.
- 18,00,000 warrants convertible into equity shares of the Company outstanding on the date of issue of this Notice will be converted into equivalent number of equity shares of the Company.

3. Point No 14.Compliance Certificate from Practising Company Secretary:

A copy of the Compliance Certificate as issued by CS Deepak Rane, Practising Company Secretary(Membership No. A24110 CP No. 8717), having office at A/616, Trimurttkrupa, C.H.S , Eksar Road, Borivali (West), Mumbai 400091 certifying that the issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company on all working days till July 03, 2023. Further, a copy of the Compliance Certificate is also



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available in the “Investors” tab on the website of the Company at the following link: <http://www.rosemerc.in/>.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval of Members.

This Corrigendum to the Notice of Annual General Meeting shall form an integral part of the Annual Report, which has already been circulated to the Shareholders of the Company and on and from the date hereof, the Notice of Annual General Meeting shall always be read in conjunction with this Corrigendum. This Corrigendum is also being published in the Active times (English language) and Mumbai Lakshadeep (Marathi language) and will also be made available on website of the stock exchanges i.e., BSE and on the website of the Company at <https://www.rosemerc.in>. All other contents of the Postal Ballot Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

**By Order of the Board of Directors
Rose Merc Limited**

Date: July 24, 2023

Place: Mumbai

**Nooruddin Mohammed Shaikh
Director
DIN: 09660481**

Office no: 15/B/4, New Sion CHS,
Opp SIES College, Behind D Mart,
Sion West, Mumbai, Maharashtra, 400022

Email: info@rosemerc.in
Website: www.rosemerc.in