

**RARE ASSET
RECONSTRUCTION LIMITED**

(FORMERLY RAYTHEON ASSET RECONSTRUCTION PVT. LTD.)

NOTICE OF 7TH ANNUAL GENERAL MEETING

Notice is hereby given that the 7th Annual General Meeting (AGM) of the Members of Rare Asset Reconstruction Limited will be held on Tuesday, September 27, 2022 at 3.00 p.m. at the registered office of the Company at 104-106, Gala Argos, Nr. Harikrupa Tower Gujarat College Road, Ellisbridge, Ahmedabad - 380 006 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditor's Report thereon.
2. To declare final dividend of Rs.0.20/- per equity share for the financial year ended March 31, 2022.
3. To appoint a Director in place of Mr. Anil Kumar Bhandari (DIN: 02718111), who retires by rotation at this AGM and being eligible, seeks re-appointment.

Date: September 2, 2022
Place: Ahmedabad

Regd. office:
104-106, Gala Argos,
Nr. Harikrupa Tower
Gujarat College Road,
Ellisbridge, Ahmedabad - 380 006

By order of the Board of Directors
For, Rare Asset Reconstruction Limited

Anil Kumar Bhandari
Managing Director
DIN: 02718111



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. Members holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other member. The instrument of proxy, in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A proxy form is annexed to this notice. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

2. Corporate members intending to send their authorised representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the company a certified copy of resolution of its Board of Directors or other governing body, authorising their representative to attend and vote on their behalf at the meeting.
3. Members/ Proxies are requested to bring the attendance slips duly filled in.
4. Members are requested to notify immediately any change of address: (i) to their Depository Participants (DPs) in respect of their electronic share accounts; and (ii) to the Company and to its Share Transfer Agents in respect of their physical share folios, if any.
5. Electronic copy of the notice of the Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all members whose email IDs are registered with the Company/ Depository Participant (DPs).
6. Members may also note that the physical copies of the aforesaid documents will also be available at the Company's Registered Office during business hours (11.00 A.M. to 5.00 P.M.) on all working days except Saturdays and Sundays, up to and including the date of Annual General Meeting. Members are also entitled to receive such communication in physical form, upon making a request for the same.

7. The dividend on Equity Shares if approved at the meeting, will be credited / dispatched to those members whose name shall appear on the Company's Register of Members on September 02, 2022; in respect of the shares held in dematerialized form, the dividend will be paid to the members whose names are furnished by the Depository as beneficial owners as on that date.
8. Route map to the venue of the meeting is annexed hereto.

Date: September 2, 2022

Place: Ahmedabad

Regd. office:

104-106, Gala Argos,

Nr. Harikrupa Tower

Gujarat College Road,

Ellisbridge, Ahmedabad – 380006

By order of the Board of Directors
For, Rare Asset Reconstruction Limited



Anil Kumar Bhandari

Managing Director

DIN: 02718111



Annexure-I

Details of the Directors seeking for re-appointment at the ensuing Annual General Meeting in pursuance to Secretarial Standard-2 on General Meetings:

Particulars	Mr. Anil Kumar Bhandari
Date of Birth	February 24, 1968
Age	54 years
Date of Appointment	As a Director from 16.09.2015
Qualifications	B.Sc., LLB
Experience	Over 16 years
Expertise in specific functional areas	Wide experience in Banking and Financial Markets (legal & Recovery)
Directorships held in other companies	<ul style="list-style-type: none">• Recreation Production House Private Limited• Renaissance Fiscal Services Private Limited
Memberships/Chairmanships of committees of other public companies	-
Number of shares held in the Company	33,40,000 equity shares
Number of Meetings (including Committee Meetings) attended during the year	Board Meetings attended during the year <ul style="list-style-type: none">• August 27, 2021• December 24, 2021• February 26, 2022• March 21, 2022 Audit Committee <ul style="list-style-type: none">• August 27, 2021• March 15, 2022 CSR Committee <ul style="list-style-type: none">• August 27, 2021 Acquisition Committee Meetings attended during the year <ul style="list-style-type: none">• June 15, 2021• August 6, 2021• September 10, 2021• October 20, 2021• December 4, 2021• January 4, 2022• February 5, 2022• March 21, 2022 Resolution Committee Meetings attended during the year <ul style="list-style-type: none">• May 15, 2021• June 15, 2021

	<ul style="list-style-type: none"> • July 21, 2021 • August 6, 2021 • November 15, 2021 • December 24, 2021 • March 7, 2022 • March 21, 2022
Relationships between directors inter-se, Manager and other Key Managerial Personnel	Spouse of Mrs. Shikha Bhandari, Director of Rare Asset Reconstruction Ltd.
Terms and Conditions of appointment/reappointment along with remuneration to be paid and last drawn	-

Rare Asset Reconstruction Limited
Reg. Office: 104-106 Gala Argos, Nr. Harikrupa Tower,
Gujarat College Road, Ellisbridge, Ahmedabad - 380 006
CIN: U74900GJ2015PLC084515

Proxy Form

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

Name of the member(s):

Registered address:

E-mail ID:

Folio no. / Client Id:

DP Id:

I/We, being the member(s) of _____ equity shares of Rare Asset Reconstruction Ltd., hereby appoint;

1. Name: _____ E-mail: _____
Address: _____

Signature: _____ or failing him

2. Name: _____ E-mail: _____
Address: _____

Signature: _____ or failing him

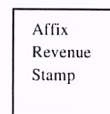
3. Name: _____ E-mail: _____
Address: _____

Signature: _____

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf in 7th Annual General Meeting of the Company to be held on Tuesday, September 27, 2022 at 3.00 p.m. at the registered office of the Company at 104-106 Gala Argos, Nr. Harikrupa Tower, Gujarat College Road, Ellisbridge, Ahmedabad - 380 006 and any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution
ORDINARY BUSINESS:	
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2022
2.	To declare final dividend of Rs.0.20/-per equity share for the financial year ended March 31, 2022.
3.	To appoint a Director in place of Mr. Anil Kumar Bhandari (DIN: 02718111), who retires by rotation at this AGM and being eligible, seeks re-appointment.

Signed this _____ day of _____, 2022



Signature of the shareholder

(Please sign across the Stamp)

Instructions:

1. 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.
2. Please fill all the details in BLOCK LETTERS in English.

Rare Asset Reconstruction Limited
Reg. Office: 104-106 Gala Argos, Nr. Harikrupa Tower,
Gujarat College Road, Ellisbridge, Ahmedabad - 380 006
CIN: U74900GJ2015PLC084515

Attendance Slip
Annual General Meeting

I/ We hereby record my/ our presence at 7th Annual General Meeting of the Company held at the Registered Office of the Company at Registered office situated at 104-106, Gala Argos, Nr. Harikrupa Tower, Gujarat College Road, Ellisbridge, Ahmedabad - 380 006 on Tuesday, September 27, 2022 at 3.00 p.m.

Name of the Shareholder/
Proxy (In BLOCK LETTER)

Signature of the Shareholder/ Proxy

Folio No. _____

Client Id.# _____

DP ID _____

No. of shares held _____

(Applicable for shareholders holding shares in dematerialized form)

Route map for venue of AGM

