

JUNCTION FABRICS AND APPARELS LIMITED
(CIN NO: L18101TZ2011PLC017586)
REG OFFICE: NO.15, MURTHY'S PLAZA, KARIAGOUNDER STREET, KHADERPET, TIRUPUR – 641602
Website: www.junctionfabrics.in, Phone no: 0421 4333896

ADDENDUM TO NOTICE DATED 12.12.2019

1. After point no.16 on page no.9 to the notice the following shall be inserted:

“17. Voting through electronic means:

- i) In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration Rules, 2014 as amended from time to time, Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General meetings (SS2) issued by the ICSI as amended from time to time, the Company is pleased to provide its Members facility to exercise their vote on resolutions proposed to be considered at the 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 Central Depository Services Limited (“CDSL”)
- ii) The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again
- iii) The remote e-voting period commences on Wednesday, 1st of January, 2020 (9:00 a.m.) and ends on 3rd January, 2020 (5:00 p.m). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 28th December, 2019 may cast their vote through remote e-voting. The remote e-voting module shall be disabled by CSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iv) The details of the process and manner for remote e-voting are explained herein below:

Step:1

The shareholders should log on to the e-voting website www.evotingindia.com.

- (i) Click on Shareholders.
- (ii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iii) Next enter the Image Verification as displayed and Click on Login.
- (iv) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(v) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the folio/client id number in the PAN field.• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

Step 2:

After successful log in follow the following steps to cast your vote:

- (i) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (iv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (v) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (vi) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (vii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (viii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (ix) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

v. The voting rights of the members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. 28th December, 2019

vi. Any person who acquires shares of the company and become member of the company after the dispatch of the notice and holding shares as of the cut-off date i.e. 28th December, 2019, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or issuer/R&T Agents. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evotingindia.com.

vii. 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

viii. Mr. G. Vasudevan (Membership No. FCS 6699/CP No. 6522), Proprietor M/s.G.V and Associates, Practising Company Secretaries having office at No.11A, 1st Floor (Opp to Park), Collector Sivakumar Street (Opp. Road to Hotel Vijay Paradise), NSR Road, Saibaba Colony, KK Pudur, Coimbatore – 641 038 has been appointed as the Scrutinizer to scrutinize the remote e-voting process

ix. The chairperson shall, at the EGM, at the end discussion on the resolution on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of Polling paper for all those members who are present at the EGM but have not cast their votes through e-voting facility

x. The Scrutinizer shall after the conclusion of voting at the EGM, first count the votes cast at the meeting and thereafter unblock the votes case through remote e-voting in the presence of at least 2 (Two) witnesses not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the EGM, a consolidated Scrutinizer's report of the total vote case in favour or against, if any, to the Chairperson or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

xi. The results declared along with the report of the Scrutinizer shall be placed on the Website of the company at www.junctionabrics.in and on the website of CDSL immediately after the declaration of result by the chairperson or a person authorised by him in writing. The results shall also be forwarded to Stock exchanges.

18. Members are requested to send all communications to our R&T agents at the following address:

Bigshare Services Private Limited

E-3, Ansa Industrial Estates,
Aki Vihar road, Sakinaka,
Mumbai , Maharashtra – 400072

2. In Page No. 12 of the Notice and explanatory statement Point 3, **Justification for Pricing** shall be added and read as “the value arrived as per the SEBI (ICDR) Regulations is Rs. 37.98/- per share as per the valuer report, the Market traded value of the Companies share is at Rs. 39/- Per share, hence the board had consensus to issue share at Rs. 40/- Per share”.
3. In Page No:15 of the Notice and Explanatory statement **Item No:3** the proposed name of the company shall be read as “**Garment Mantra Lifestyle Limited**” instead of “**Garment Mantra Lifestyle Private Limited**”
4. In Page No.17 of the Notice and Explanatory statement, after the words “behalf at”, it shall be read as “**Extra Ordinary General Meeting**” instead of “**8th Annual General Meeting**”

5. In Page No:15 of the Notice and explanatory statement, in point no.16, the table is replaced with the following table:

Name and Address of the Proposed allottee	Category	Name of the natural persons who are the ultimate beneficial owners	Pre issue Shareholding		No of warrants to be issued	Shareholding post exercise of warrants	
			No of shares	% of shareholding		No of equity shares	% of Shareholding
Prem Aggarwal	Promoter	Prem Aggarwal	1051220	39.05	1425000	2476220	37.00
Shikha Aggarwal	Promoter	Shikha Aggarwal	237000	8.80	575000	812000	12.13
Kamal Dangi	Non-Promoter	Kamal Dangi	0	0.00	50000	50000	0.75
Saroj Dangi	Non-Promoter	Saroj Dangi	0	0.00	56250	56250	0.84
Farheen Shaikh	Non-Promoter	Farheen Shaikh	0	0.00	60000	60000	0.90
Anwar Shaikh	Non-Promoter	Anwar Shaikh	0	0.00	65000	65000	0.97
Abdul Kadar Shaikh	Non-Promoter	Abdul Kadar Shaikh	0	0.00	65000	65000	0.97
Sakamma Shaikh	Non-Promoter	Sakamma Shaikh	0	0.00	60000	60000	0.90
Anuil Shaikh	Non-Promoter	Anuil Shaikh	0	0.00	62500	62500	0.93
Tejprakash Dangi HUF	Non-Promoter	Tejprakash Dangi	0	0.00	56250	56250	0.84
Reena Kothari	Non-Promoter	Reena Kothari	0	0.00	56250	56250	0.84
Rakesh Kothari	Non-Promoter	Rakesh Kothari	0	0.00	62500	62500	0.93
Kailash Kothari	Non-Promoter	Kailash Kothari	0	0.00	62500	62500	0.93
Suresh Kothari	Non-Promoter	Suresh Kothari	0	0.00	56250	56250	0.84
Feroza Shaikh	Non-Promoter	Feroza Shaikh	0	0.00	50000	50000	0.75
Sohanlal Dangi	Non-Promoter	Sohanlal Dangi	0	0.00	50000	50000	0.75
Pravin P Jain	Non-Promoter	Pravin P Jain	0	0.00	62500	62500	0.93
Lata Kothari	Non-Promoter	Lata Kothari	0	0.00	50000	50000	0.75
Prakashmal Jain	Non-Promoter	Prakashmal Jain	0	0.00	62500	62500	0.93
Kamla P Jain	Non-Promoter	Kamla P Jain	0	0.00	62500	62500	0.93
Manish Lakhani	Non-Promoter	Manish Lakhani	0	0.00	40000	40000	0.60
Shrey Lakhani	Non-Promoter	Shrey Lakhani	0	0.00	40000	40000	0.60
Bharat M Shah	Non-Promoter	Bharat M Shah	0	0.00	30000	30000	0.45
Kirtikumar Chudasama	Non-Promoter	Kirtikumar Chudasama	0	0.00	30000	30000	0.45
Ketan Shah	Non-Promoter	Ketan Shah	0	0.00	40000	40000	0.60
Jigar Shah	Non-Promoter	Jigar Shah	0	0.00	40000	40000	0.60
Ratilal Pitroda	Non-Promoter	Ratilal Pitroda	0	0.00	40000	40000	0.60
Nisarg Shah	Non-Promoter	Nisarg Shah	0	0.00	40000	40000	0.60
Yash Joshi	Non-Promoter	Yash Joshi	0	0.00	40000	40000	0.60
Madhukant Joshi	Non-Promoter	Madhukant Joshi	0	0.00	20000	20000	0.30
Deepak Singh	Non-Promoter	Deepak Singh	0	0.00	20000	20000	0.30

Pradeep Shah	Non-Promoter	Pradeep Shah	0	0.00	40000	40000	0.60
Chandrakant Lakhani	Non-Promoter	Chandrakant Lakhani	0	0.00	30000	30000	0.45
Shatrunjay Investment	Non-Promoter	Shraddha Shah	0	0.00	50000	50000	0.75
V N Shah	Non-Promoter	V N Shah	0	0.00	50000	50000	0.75
Sohan Investment	Non-Promoter	Vishal Shah	0	0.00	50000	50000	0.75
P S Sheth	Non-Promoter	P S Sheth	0	0.00	50000	50000	0.75
R S Shah	Non-Promoter	R S Shah	0	0.00	40000	40000	0.60
Arihant Trading	Non-Promoter	Ranjanben A Shah	0	0.00	20000	20000	0.30
C J Maniyar	Non-Promoter	C J Maniyar	0	0.00	50000	50000	0.75
C U Lakhani	Non-Promoter	C U Lakhani	0	0.00	50000	50000	0.75
M K Vora	Non-Promoter	M K Vora	0	0.00	60000	60000	0.90
U K Vora	Non-Promoter	U K Vora	0	0.00	20000	20000	0.30
B H Lakhani	Non-Promoter	B H Lakhani	0	0.00	60000	60000	0.90

6. After point no.17 above, the following point 18 shall be inserted as below:

“18. Name and address of the Valuer:

The valuation of shares of the company was valued by:

Mr. G. Vasudevan, Practicing company secretary and Registered Valuer
(RVO No- IBBI/RV/03/2018/10287)
No.11A, 1st Floor (Opp to Park),
Collector Sivakumar Street,
(Opp. Road to Hotel Vijay Paradise),
NSR Road, Saibaba Colony,
KK Pudur, Coimbatore – 641 038
Ph No: 0422 4216903