NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-ordinary General Meeting of GHUSHINE FINTRRADE OCEANS LIMITED will be held at the registered office at Meznine Floor, M 12, Nilkamal Apartment, and Mahatmawadi Salabatpura Surat GJ 395003 IN on Monday, 30th January, 2023 at 11:00 A.M. at the registered office of the company to transact following business:

SPECIAL BUSINESS:

1.APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY:

To consider and if thought fit, to pass with and without modification, the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provision of section 139(8) of the Companies Act, 2013 read with companies rules (Audit And Auditors Rules),2014 (the rules), including my statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the board of directors through resolution on 5th January, 2023, M/s. N. C. RUPAWALA & Co.; Chartered Accountants (Firm Registration no. 125757W) be and hereby is appointed as a Statutory auditors of the company to fill casual vacancy caused by the resignation of M/s. MGA & Associates, Chartered Accountants, (Registration Number of the firm is 134325W).

RESOLVED FURTHER THAT M/s. N. C. RUPAWALA & Co., Chartered Accountants (Firm Registration no. 125757W) be and hereby is appointed as a Statutory auditors from this Extraordinary General Meeting and they shall hold office of the Statutory Auditors of the company from the conclusion of this meeting until the conclusion of ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March ,2023 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses as may be fixed by the management of the company ,in consultation with them.

RESOLVED FURTHER THAT any of the directors be and hereby severally authorized to do all such acts, deeds, matters and things as considered necessary and execute all the necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution".

By Order of Board of Directors
FOR GHUSHINE FINTRRADE OCEANS LIMITED

Alok Jain

ALOK BHOPALSINGH JAIN
Director

Date: 5th January, 2023
Place: Surat

NOTES:

GHUSHINE FINTRRADE OCEAN LIMITED
Meznine floor, M-12 Neel Kamal Appratment, Mahatmsa Wadi,
Nr Rupam Cinema and Singapuri wadi, Surat-395003
Email: ghushine95e@gmail.com Contact no: 9377647822
GST NO.: 24AABCP3988Q1ZO, CIN NO:L65910GJ1995PTC025823

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER.

2. The instrument appointing the proxy, in order to be effective, must be deposited at the Corporate office of the Company, duly completed and signed, not less than 48 HOURS before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution/ authority, as applicable.

3. A statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 with respect to the items covered under special business of the notice is annexed hereto.

4. Members are requested to bring their copy of notice of the EGM. Members/ Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips to the Meeting.

5. In terms of section 105 of the Companies Act, 2013, a member of a Company entitled to attend and vote at the Extra-ordinary General Meeting is entitled to appoint another person as a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.

6. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

7. All relevant documents referred in this Notice and the Explanatory Statement shall be open for inspection by the Members at the Corporate Office of the Company during the business hours on all working days upto the date of EGM.

8. The members, holding shares in physical form, are requested to intimate any change in their addresses or bank details to the Company or its Registrar and Transfer Agent (RTA) viz PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED. Those holding shares in dematerialized form may intimate any change in their addresses or bank details/mandates to their Depository Participants (DP) immediately.

9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

10. The Notice of Extra Ordinary General Meeting and the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose email addresses are registered with the Company/Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode

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11. The Board of directors has appointed Mr. Dharmesh tambakuwala, Practicing Chartered Accountant (Membership No: 101462) as the Scrutinizer to scrutinize the voting at the meeting in a fair and transparent manner.

12. Company is exempted from conducting E – Voting vide Rule 20(2) of Companies (Management & Administration) Amendment Rule, 2015. So voting will be conducted by means of ballot paper at the Extra- ordinary General Meeting.

13. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the EGM is enclosed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 1

M/s. MGA & Associates, Chartered Accountants, (Registration Number of the firm is 134325W) have tendered their resignation as the Statutory Auditor of the company w.e.f. 23rd December, 2022 citing reasons as health complications and unable to meet the expectations as the statutory

GHUSHINE INTRRADE OCEAN LIMITED
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auditor while struggling with the illness and thereby stepping down from the duties as the statutory auditor. This has resulted into a casual vacancy in the office of the statutory auditor of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the company recommended the appointment of M/s. N. C. RUPAWALA & Co., Chartered Accountants (Firm Registration no. 125757W) as the statutory auditors of the company to fill the casual vacancy caused by the resignation of M/s. MGA & Associates, Chartered Accountants. Accordingly, shareholders' approval by way of ordinary resolution is sought.

M/s. N. C. RUPAWALA & Co., Chartered Accountants (Firm Registration no. 125757W), have conveyed their consent for being appointed as the Statutory Auditor of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and have given a certificate that the appointment is in conformity with the provisions of the Companies Act, 2013.

The Board of Directors of the Company recommends the passing of the resolution in Item No. 1 of the notice as an ordinary resolution.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

By Order of Board of Directors
FOR GHUSHINE FINTRRADE OCEANS LIMITED

Alok Jain

ALOK BHOPALSINGH JAIN
Director

Date: 5th January, 2023
Place: Surat

FORM NO. MGT- 11
PROXY FORM

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

Name of MEMBER(S):	
Registered Address:	
E-mail ID:	
Folio No./Client ID:	DP ID:

I/We, being the member(s) of _______________ shares of the above-named company. Here by appoint

Name:	
Address:	
Signature: ....or failing him	
Name:	
Address:	
Signature:..............................or failing him	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-ordinary General Meeting of the company to be held at on Monday, January 30th 2023 AT 11:00 a.m. at the corporate office of the company situated at .... and at any adjournment thereof in respect of such resolution as are indicated below:

Sr. No.	Resolution(S)	Vote	
		FOR	AGAINST
	SPECIAL BUSINESS		
1.	To approve adoption of related Article of Association of the company		

Signed this _______day of 2023

Affix Revenue Stamps

Signature of Shareholder ____________________

Signature of Proxy Holder ______________

Signature of Shareholder revenue stamps ____________________

NOTE: This form of proxy in order to be effective should be duly completed and deposited at the corporate office of the Company not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

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

Joint shareholders may obtain additional slips on request.

Master Folio No.:	

NAME AND ADDRESS OF SHAREHOLDER: _________________

NAME OF PROXYHOLDER: ______________

NO. OF SHARES HELD: _________

I hereby record my presence at the Extra-ordinary General Meeting of the Members of GHUSHINE FINTRRADE OCEANS LIMITED held at shorter notice on Monday, January 30th, 2023 at the corporate office of the company situated at

____

Signature of Shareholder or Proxy: ______________________

NOTES:

(1) Members/proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting Hall.

(2) In the case of Joint Holders, the votes of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the name stand in the Registers of Members.