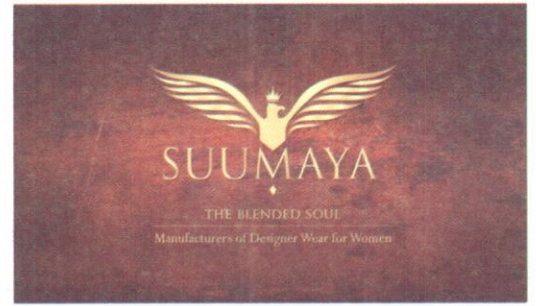


# SUUMAYA LIFESTYLE LIMITED

(FORMERLY KNOWN AS RICHWAY INTERNATIONAL TRADE LTD)  
CIN: L70102MH2011PLC220879



Date: December 12, 2020

To,  
The Compliance Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra- Kurla Complex,  
Bandra (E), Mumbai – 400 051

**Symbol – SUULD**

**Subject: Notice of Extra-Ordinary General Meeting**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, attached herewith the Notice convening Extra-Ordinary General Meeting of the Company to be held on Monday, January 04, 2021 at 11.00 a.m. at 906, 9<sup>th</sup> Floor, A Wing, The Capital Building, C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051, which is being sent to all the Members of the Company by permitted mode(s).

The aforesaid Notice is being made available on the Company's website viz. [www.suumayalifestyle.com](http://www.suumayalifestyle.com)

Kindly take the same on record.

Thanking you,

Yours Faithfully,  
**For Suumaya Lifestyle Limited**

**Ushik Gala**  
Chairman  
DIN: 06995765

Encl: a/a

Regd. Office.: 5/F, D Wing,  
Malad Industrial Estate,  
Kanchpada, Ramchandra Lane Extension,  
Malad (W),  
Mumbai - 400 064 (India)

Factory: C7 - 138/139, Bhumi World,  
Pimples Village, Mumbai-Nashik Highway,  
Before Kalyan Bhiwandi Naka,  
Opp. Tata Amantra, Pimples,  
Thane - 421302 (India)

Tel No. 022 4971 2096  
[suumayalifestyle@gmail.com](mailto:suumayalifestyle@gmail.com)  
[www.suumayalifestyle.com](http://www.suumayalifestyle.com)



**SUUMAYA LIFESTYLE LIMITED**

CIN: L70102MH2011PLC220879

**Registered Office:** Gala No.5F/D, Malad Industrial Units, Co-op Soc. Ltd Kachpada,  
Ramchandra Lane Extension, Malad (W), Mumbai,  
Maharashtra 400064 **Tel:** 022 4971 2096

**Website:** [www.suumayalifestyle.com](http://www.suumayalifestyle.com) : **E-mail:** [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com)

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**Notice of Extra-Ordinary General Meeting**

Notice is hereby given that an **Extra-Ordinary General Meeting** of the Members of Suumaya Lifestyle Limited for the Financial Year 2020-21 will be held on Monday, January 04, 2021 at 906, 9<sup>th</sup> Floor, A Wing, The Capital Building, C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 at 11.00 a.m. to transact the following businesses:

**SPECIAL BUSINESS**

**Item No. 01**

**APPROVAL FOR CHANGE OF NAME OF THE COMPANY**

To consider and thought fit to pass with or without modification the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act 2013 read with the rules thereunder (including any statutory modification or re-enactment thereof for the time being in force), and SEBI (LODR) Regulations, 2015 and subject to the approval of the Stock Exchange and Central Government (powers delegated to Registrar of Companies) and the consent of the members be and is hereby given to change the name of the Company from ‘**SUUMAYA LIFESTYLE LIMITED**’ to ‘**SUUMAYA INDUSTRIES LIMITED**’ and that the name ‘**SUUMAYA LIFESTYLE LIMITED**’ wherever appearing in the Memorandum and Articles of Association, other documents etc. be substituted by the new name ‘**SUUMAYA INDUSTRIES LIMITED**’.”

“**RESOLVED FURTHER THAT** any one Director or the Company Secretary of the Company be and is hereby authorized to make the necessary application to the Central Government (Ministry of Corporate Affairs) and the Stock Exchange for the approval of the aforesaid name and to finalise and execute documents, applications and forms and take all such steps that may be required to give effect to this resolution.”

**By Order of the Board of Directors  
For Suumaya Lifestyle Limited**

**Sd/-  
Ishita Gala  
Managing Director  
DIN: 07165038**



**Date: December 11, 2020**

**Place: Mumbai**

**Registered Office:**

Gala No.5F/D, Malad Industrial Units,  
Coop Society Limited Kachpada, Ramchandra Lane Extension,  
Malad (W) Mumbai, Maharashtra - 400064 IN.  
CIN: L70102MH2011PLC220879

**NOTES:**

1. A Member entitled to attend and vote at the Extra-Ordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's registered office, duly completed and signed, not less than FORTY-EIGHT HOURS before the EGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Members.
2. Corporate Members/AOPs intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution/Authority, pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote on their behalf at the ensuing Extra-Ordinary General Meeting.
3. Member/proxies shall bring the enclosed attendance slip duly filled in, for attending the meeting. 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.
4. In case of joint holders attending the Meeting, the joint holder who is highest in the order of names will be entitled to vote at the Meeting.
5. Members are requested to notify their change of address, Email ID, bank account details, if any, to the Company/Share Transfer Agent, Bigshare Services Private Limited, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartment, Makwana Apartment, Andheri (E), Mumbai - 400 059, Tel: 022-6263 8200 or e-mail at investor@bigshareonline.com.
6. The route-map to the venue of the EGM is attached.
7. In line with the MCA Circulars and the SEBI Circular, the Notice calling the EGM has been uploaded on the website of the Company at [www.suumayalifestyle.com](http://www.suumayalifestyle.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. NSE Limited at [www.nseindia.com](http://www.nseindia.com). The EGM Notice is also disseminated on the website of CDSL



- (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com)
8. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business, to be transacted at the meeting is annexed hereto.
  9. Electronic copy of the Notice of Extra-Ordinary General Meeting is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically since the Company insists on going green.
  10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depositories Services Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the EGM. The detailed procedure with respect to E-voting is mentioned later in the Notice. Resolutions passed by Members through e-voting are deemed to have been passed as if they have been passed at the Extra-Ordinary General Meeting (EGM) of the Company.
  11. The Members holding the Shares as on **Friday, December 04, 2020** ("**Cut-off Date**") are entitled to avail the facility of remote e-voting or voting at EGM on the resolutions set forth in the Notice.
  12. All documents referred to in the accompanying Notice and the Explanatory Statement have been uploaded on the website of the Company at [www.suumayalifestyle.com](http://www.suumayalifestyle.com). Members will be able to inspect all documents referred to in the Notice electronically without any fee from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an email to [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com).
  13. The entire Shareholding of the Company is in dematerialized Form.
  14. The Company has appointed Mr. Rinkesh Gala, Practicing Company Secretary as the Scrutinizer to conduct the voting process through remote e-voting for the EGM in a fair and transparent manner.
  15. The Scrutinizer shall, after the conclusion of voting at the EGM, first count the votes cast at the Meeting and thereafter unlock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make,



not less than three days of the conclusion of the EGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the chairperson of the Meeting or a person authorized by him/her in writing, who shall countersign the same and declare the results of the voting forthwith.

16. The Results declared along with Report of the Scrutinizers shall be placed on the website of the Company [www.suumayalifestyle.com](http://www.suumayalifestyle.com) and on the website of CDSL immediately after the declaration of results. The results shall also be communicated to the National Stock Exchange (NSE) and displayed on the Notice Board of the Company at the Registered Office at Gala No.5F/D, Malad Industrial Units Co-op Soc. Ltd, Kachpada, Ramchandra Lane Extension, Malad (W) Mumbai 400064.

**The instructions for Shareholders for remote e-voting are as under:**

- (i) The voting period begins on Thursday, December 31, 2020, 9.00 a.m. IST and ends on Sunday, January 03, 2021, 05.00 p.m. IST. During this period, Members may cast their vote electronically through remote e-voting module and shall not be allowed to vote through remote e-voting thereafter. The e-voting facility shall be in operation till all the resolutions are considered and voted upon in the EGM and may be used for voting only by the members attending the EGM and who have not exercised their right to vote through remote e-voting.
- (ii) Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The Members should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on "Shareholders" module.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as





	<p>physical shareholders).</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li> </ul>
<p>Dividend Bank Details <b>OR</b> Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Suumaya Lifestyle Limited> on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.



- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Members can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**Process for those Shareholders whose email addresses are not registered with the Depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:**

- (i) For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
- (ii) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 **Company/RTA email id**.
- (iii) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

**Instructions for Shareholders for e-voting during the EGM are as under:-**

- (i) The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for Remote e-voting.
- (ii) Only those shareholders, who are present in the EGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
- (iii) If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- (iv) Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.



### **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details 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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.





## **Explanatory Statement pursuant to section 102 of the Companies Act, 2013**

The following sets out all material facts relating to items under Special Business mentioned in the accompanying Notice for convening the Extra-Ordinary General Meeting of the Company:

### **Item No. 01**

#### **To approve change in Name of the Company**

The Board of Directors of the Company in its meeting held on November 2, 2020 decided to change the name of the Company from '**SUUMAYA LIFESTYLE LIMITED**' to '**SUUMAYA INDUSTRIES LIMITED**'. The Directors believe that the change in the name of the Company will aid in achieving enhanced brand value. Further also state that the Company now focuses on manufacturing of diverse textile products under the branded and unbranded category. Hence to reflect the elaborate product categories it is proposed to change from specific name to more inclusive name.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. The Members are requested to note that the Company has received the In-principal approval for the Changing the name of the Company. As per the provisions of Sections 13 of the Companies Act, 2014, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 1 for the approval of the Members.

None of the Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution.

**By Order of the Board of Directors  
For Suumaya Lifestyle Limited**

**Sd/-  
Ishita Gala  
Managing Director  
DIN: 07165038**

**Date: December 11, 2020**

**Place: Mumbai**

**Registered Office:**  
Gala No.5F/D, Malad Industrial Units,  
Coop Society Limited Kachpada, Ramchandra Lane Extension,  
Malad (W) Mumbai, Maharashtra - 400064 IN.  
CIN: L70102MH2011PLC220879



## Route Map and Prominent Landmark of Extra-Ordinary General Meeting Venue





**SUUMAYA LIFESTYLE LIMITED**

CIN: L70102MH2011PLC220879

**Registered Office:** Gala No.5F/D, Malad Industrial Units, Co-op Soc. Ltd Kachpada,  
Ramchandra Lane Extension, Malad (W), Mumbai,  
Maharashtra 400064 **Tel:** 022 4971 2096

**Website:** [www.suumayalifestyle.com](http://www.suumayalifestyle.com) : **E-mail:** [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com)

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**ATTENDANCE SLIP**

(To be handed over at the entrance of the Meeting hall)

Name and Address of Member	:	
Folio No.	:	
DP ID No.	:	
Client ID No.	:	
No. of Shares	:	

We/I hereby record our/my presence at the Extra-Ordinary General Meeting of the Company held on Monday, January 04, 2021 at 906, 9<sup>th</sup> Floor, A Wing, The Capital Building, C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051

**Signature of the Member / Proxy**  
(to be signed at the time of handing over this slip)



**SUUMAYA LIFESTYLE LIMITED**

CIN: L70102MH2011PLC220879

**Registered Office:** Gala No.5F/D, Malad Industrial Units, Co-op Soc. Ltd. Kachpada, Ramchandra Lane Extension, Malad (W), Mumbai, Maharashtra 400064 **Tel:** 022 4971 2096

**Website:** [www.suumayalifestyle.com](http://www.suumayalifestyle.com) : **E-mail:** [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com)

**Form 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]*

<b>Name of the Member(s):</b>			
<b>Registered Address:</b>			
<b>E-mail Id:</b>			
<b>Folio No./Client Id:</b>		<b>DP ID:</b>	

I/ We being Member(s) of ..... Shares of Suumaya Lifestyle Limited, hereby appoint

1. Name: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_ E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him

2. Name: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_ E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him

3. Name: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_ E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/our behalf the Extra-Ordinary General Meeting of the Company held on Monday, January 04, 2021 at 906, 9<sup>th</sup> Floor, A Wing, The Capital Building, C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I/We wish my above proxy to vote in the manner as indicated in the box below:



Item No.	Resolution	Type of Resolution	For (Assent)	Abstain	Against (Dissent)
<b>Special Business</b>					
1.	To approve change in Name of the Company	Special Resolution			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2021 at \_\_\_\_\_

Signature of Member : \_\_\_\_\_

Signature of Proxy Holder : \_\_\_\_\_

Affix Revenue Stamp
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**NOTES:**

1. **This proxy form to be effective should be duly completed, dated, signed, stamped and deposited at the Registered Office of the Company not less than 48 (forty eight) hours before the commencement of the Meeting.**
2. **A proxy need not be a Member of the Company and shall prove his identity at the time of attending the Meeting.**
3. This is only option. Please put a '✓' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote (on poll) at the Meeting in the manner he/she thinks appropriate.
4. Appointing a proxy does not prevent a member from attending the Meeting in person if he / she so wishes. When a member appoints a proxy and both the Member and the proxy attend the Meeting, the proxy will stand automatically revoked.
5. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
6. This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
7. This form of proxy is valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
8. Undated proxy will not be considered valid.
9. If Company receives multiple proxies for the same holdings of the member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all multiple proxies will be treated as invalid.