

SHYAMJI PROPERTIES PVT LTD

SUIT NO. 68, 6TH FLOOR, CHITRAKOOT BUILDING
230 A, A.J.C. BOSE ROAD KOLKATA -700020
CIN : U70101WB1996PTC076763

NOTICE

NOTICE is hereby given that a extra ordinary general meeting of the members of SHYAMJI PROPERTIES PRIVATE LIMITED (" the Company") will be held at the registered office of the Company at SUIT NO. 68, 6TH FLOOR, CHITRAKOOT BUILDING, 230 A, A.J.C. BOSE ROAD KOLKATA -700020 on MONDAY 16Th JANUARY,2017 at 11.00 A.M to transact the following business :

AS SPECIAL BUSINESS :

1. INCREASE IN AUTHORISED CAPITAL FROM RS 2,00,00,000/ TO RS 4,00,00,000/

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

" **RESOLVED THAT** consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company in terms of Section 61 and other applicable provisions , if any , of the Companies Act , 2013 that the authorized Capital of the Company be increased from RS 2,00,00,000 / to RS 4,00,00,000 / by creation of additional 2,00,00,000 equity shares of RS 1 / each ranking pari passu with the existing shares. "

" **FURTHER RESOLVED** that upon passing of the said resolution the authorized Capital of the Company as appearing in **CLAUSE V** of the Memorandum of Association will be as mentioned below :

V The Authorized Share Capital of the Company is Rs.4,00,00,000/- (Rupees FOUR CRORES only) divided into 4,00,00,000 (FOUR Crore Only) Equity Shares of Re. 1/- (Rupee One Only) each with the power of the Company to increase or reduce from time to time its capital and to issue any shares in the equity capital and attach to any class of such shares any preference, right, privileges or priorities in payment of dividend or distribution of assets or other matter or to subject the same to any restriction limitation or conditions and to vary regulation of the company as may be necessary to give effect to the same.

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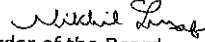
2. ISSUE OF 49,64,167 EQUITY SHARES OF Re1/ EACH AS BONUS SHARES

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

" **RESOLVED THAT** pursuant to Sec 63 of the Companies Act , 2013 and read together with The Companies (Share Capital and Debentures) Rule , 2016 and pursuant to Article 70 of the Articles of Association the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to allot 49,64,167 equity shares of Re1/ each fully paid up to the members of the company in the ratio of 25:40 (i.e. each member will be entitled for 25 Bonus shares against 40 shares held by them in the company) as on the record date to be fixed by the Board of Directors as BONUS SHARES by capitalizing an amount of Rs 49,64,167/ from the balance lying credit in the share premium account ."

" **RESOLVED FURTHER THAT** upon such capitalization the balance amount Rs29,494/ be adjusted with the fee that will be paid for enhancement of authorized capital for issue of Bonus shares . "

Shyamji Properties Private Limited



BY Order of the Board
Authorised Signatory / Director
S/D NIKHIL SARAF

DIRECTOR (DIN 00611163)

Place : Kolkata

Date : 15TH DECEMBER ,2016

NOTE :

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 of the Company.
2. The instrument appointing a proxy must be lodged at the Registered Office of the Company at least 48 hours prior to the time of the meeting.
3. Explanatory Statement pursuant to the provisions of section 102 of the Companies Act, 2013 annexed herewith and forms part of the Notice.

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EXPLANATORY STATEMENT

UNDER SECTION 102 OF THE COMPANIES ACT , 2013

ITEM NO – 1

The Company is a Non Banking Finance Company duly Registered with Reserve Bank Of India . As per the directives issued by the Reserve bank Of India the Company should have a Net Owned Fund of Rs 100 lacs by 31St March , 2016 and Rs 200 lacs by 31St March , 2017 failing which the Reserve Bank Of India will proceed to cancel the Certificate Of Registration issued by it to the Company for carrying on Non Banking Finance Business .The net owned fund of the Company as on 31St March , 2016 is more than Rs 100 Lacs .The Company will therefore issue further shares to increase the Capital so that the Net Owned Fund Of the Company is more than Rs200 lacs as on 31ST March , 2017 .

Further it is thought just and appropriate to increase the authorized capital to a larger amount to meet future requirements of capital in the Company . Accordingly it is proposed to increase the authorized capital of the Company from Rs 2,00,00,000/ to Rs 4,00,00,000 by creation of 2,00,00,000 equity shares of Re1/ each ranking pari passu with the existing equity shares .

Your Directors recommend the resolution for your approval by way of ordinary Resolution .

None of the Directors and Key managerial Personnel of the Company and their relatives are concerned or interested in the said resolution.

ITEM NO – 2

The Board of Directors of the company have decided that the Balance lying in the share premium account be capitalized for issue of Bonus shares to the members of the company pursuant to Sec 63 Companies Act ,2013 and read together with The Companies (Share capital and debentures) Rule , 2014 and Article 70 of the Articles of Association of the Company . The Issue of Bonus shares require approval by the members of the Company in the general meeting .

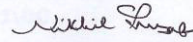
Your Directors recommend the resolution for your approval by way of ordinary Resolution .

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All the Directors and Key managerial Personnel of the Company and their relatives are concerned or interested in the said resolution to the extent of their shareholding in the company .

Shyamji Properties Private Limited



Authorised Signatory / Director

Place : Kolkata

Date : 15TH DECEMBER ,2016

BY Order of the Board

S/D NIKHIL SARAF

DIRECTOR (DIN 00611163)
