



## **NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING**

**NOTICE** is hereby given that an Extra–Ordinary General Meeting of the Members of the Company will be held at the registered office of the Company at 61, Vats Market, Near Shiva Market, Pitampura, Delhi-110034 on Saturday, the 24<sup>th</sup> Day of September, 2016 at 11:30 A.M. to transact the following business:

### **SPECIAL BUSINESS**

#### **ITEM 1: CHANGE OF OBJECT CLAUSE**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the Board of Directors of the Company be and is hereby accorded, subject to the approval of Shareholders in General Meeting and subject to the approval of the Registrar of Companies, NCT of Delhi & Haryana, to delete the following sub clause 1 & 2 of clause III (A) of the MOA of Company and remaining sub clauses be renumbered accordingly:

1. To carry on all or any of the business as buyers, sellers, suppliers and to carry on computer parts, computer data materials computing, data calculating, nuclear, medical and industrial equipment, electro acoustics devices, and to carry on suppliers, traders, merchants, indenters, brokers, agents, assemblers packers, stockiest, distributors and dealers of and in all kinds of agricultural products, food articles, forest products, minerals, metals chemicals, industrial and other gases alcohols, wines and beverages, eligible and non - eligible oils, fats petrol and diesel oil and other petroleum products, consumer and domestic and house hold articles, hardware goods, plant and machinery equipment, component stores spare parts and accessories and other engineering goods fibers and fibrous substances, commercial natural and manmade fibers, readymade garments, hi-fashion departmental stores, and hosiery goods, leather & and leather products sanitary materials textiles granite of all kinds all types of yarns, jute and jute products, cement dyes, building materials, vehicles and vehicle parts machine part and industrial components plastics and electronic parts and devices, bullion, gems, ivory, precious stocks, jewellery and ornaments, food grains and all kinds or articles, merchandise and other things required in connection therewith.
2. To carry on business as advisors and / or management consultants on matters and problems relating to the industries, share broker and industrial taxation, administration, management, organization accountancy, costing, commercial quality control and data processing, technical knowhow, operation, production storage, graphic design, distribution sale and purchase of goods and properties, other activities of and in relation to any business, trade, commerce industries housing or real estate.

**Dhanuka Commercial Ltd.**

CIN No. L30007DL1994PLC260191

61, Vats Market, Near Shiva Market, Pitampura,

Delhi 110034 Ph 011-45132171

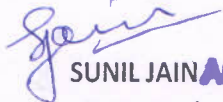
dhanukacommercialtd@gmail.com



www.dhanukacommercial.com

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, Mr. Sanjeev Mittal and Mr. Gopal Krishan Bansal, directors of the Company and Mr. Sunil Jain, Company Secretary, be and are hereby severally authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, NCT of Delhi and Haryana."

By Order of the Board of Directors of  
**Dhanuka Commercial Limited**

For Dhanuka Commercial Limited  
  
**SUNIL JAIN Auth. Sign.**  
(Company Secretary)

Date: 29.08.2016

Place: Delhi

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company.

Proxies in order to be effective, should be duly completed, stamped and must be deposited at the office of the Company's registrar & share transfer agent- MAS Services Limited having its office situated at T-34, 2<sup>nd</sup> Floor, Okhla Industrial Area, Phase - II, New Delhi – 110 020, not less than forty-eight hours before the time for commencement of the meeting or with the company at its registered office.

2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
3. Notice of Extra-ordinary General Meeting will be sent to those shareholders/beneficial owners, whose name will appear in the register of members/list of beneficiaries received from the depositories as on 26<sup>th</sup> August, 2016.
4. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Extra-ordinary General Meeting.

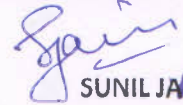


5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. Members / Proxies should bring their attendance slip duly filled in for attending the meeting.
7. Copies of Notice of EGM along with attendance slip & proxy form are being sent by electronic mode only to the members whose email addresses are registered with the Company or Depository Participant(s) for communication purposes unless any 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.
8. Members may also note that the Notice of the Extra-ordinary General Meeting along with attendance slip & Proxy Form will also be available on the Company's website [www.dhanukacommercial.com](http://www.dhanukacommercial.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office in New Delhi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: [info@dhanukacommercial.com](mailto:info@dhanukacommercial.com); and [dhanukacommercialtd@gmail.com](mailto:dhanukacommercialtd@gmail.com) .
9. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during 10.00 am to 2.00 pm on all working days except Saturdays, up to and including the date of the Extra-Ordinary General Meeting of the Company.

Date: 29.08.2016

Place: Delhi

By Order of the Board of Directors of  
**Dhanuka Commercial Limited**  
**For Dhanuka Commercial Ltd.**



**SUNIL JAIN** Auth. Sign.

(Company Secretary)

**ANNEXURE TO THE NOTICE**

**EXPLANATORY STATEMENT**

(Pursuant to Section 102 of the companies Act, 2013)

**Item No. 1**

The Existing sub clause 1 & 2 of Clause III(A) (Object Clause) of the Memorandum of Association of the Company are irrelevant and therefore, needs to be altered by deleting the above said sub clauses. Consent of the shareholders by passing a Special Resolution is required in this regard. The proposed memorandum of association of the Company is available at the Registered Office of the Company.

None of the Directors and/or Key Managerial personnel and their relatives of the company are in any way concerned or interested in the proposed amendments to the Memorandum of Association of the company.

The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

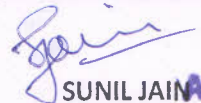
Date: 29.08.2016

Place: Delhi

By Order of the Board of Directors of

*Dhanuka Commercial Limited*

**For Dhanuka Commercial Ltd.**



**SUNIL JAIN Auth. Sign.**

(Company Secretary)



## FORM NO- MGT-11

{Pursuant to Section 105(6) of the Companies Act, 2013 and rules 19(3) of the Companies (Management and Administration) Rules, 2014}

# DHANUKA COMMERCIAL LTD

Regd. Office- 61, Vats Market, Near Shiva Market, Pitampura Delhi-110034.

CIN- U30007DL1994PLC260191

### PROXY FORM

Name of the member (s): .....

Registered Address: .....

E-mail Id: .....Folio No. /Client Id: ..... DP ID.....

I/We, being the member(s) holding .....shares of the above named Company, hereby appoint

Mr./Ms.....Address:..... E-mail ID:  
..... Signature: ..... **or failing him**

Mr./Ms.....Address:..... E-mail ID:  
..... Signature: ..... **or failing him**

Mr./Ms..... Address: ..... E-mail ID:  
..... Signature: .....

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 on the **Saturday, 24<sup>th</sup> day of September 2016** at 11.30 A.M at the registered office of the company at 61, Vats Market, Near Shiva Market, Pitampura, Delhi-110034 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No

<b>Special Business</b>	
<b>S. No.</b>	<b>Particulars</b>
1	To consider and approve the Proposal of Amendment in Main Object Clause of the MOA of the Company by Deleting sub clause 1 & 2 of the clause III (A) of the MOA i.e., Main Object Clause and the remaining sub-clauses be renumbered accordingly.

Signed this.....day of .....2016

Signature of shareholder

Affix  
Revenue  
Stamp

Signature of Proxy holder(s)

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DHANUKA COMMERCIAL LTD

# DHANUKA COMMERCIAL LTD

Regd. Office- 61, Vats Market, Near Shiva Market, Pitampura Delhi-110034.

CIN- L30007DL1994PLC260191

## Attendance Slip

Registered Folio No / DP ID - Client ID: \_\_\_\_\_

Name & Address of First/Sole Shareholder: \_\_\_\_\_

No. of Shares held: \_\_\_\_\_

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the Extra-ordinary General Meeting of the Company on **Saturday, the 24<sup>th</sup> day of September, 2016 at 11.30 AM** at Registered office of the company situated at 61, Vats Market, Near Shiva Market, Pitampura, Delhi-110034.

\_\_\_\_\_  
Signature of Member/Proxy

Notes:

- a) Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- b) Member / Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.