

## **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 on Thursday, the 14<sup>th</sup> Day of April, 2016 at the registered office of the Company at 61, Vats Market, Near Shiva Market, Pitampura, Delhi-110034 at 11:30 A.M. to transact the following business:

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

**“RESOLVED THAT** pursuant to the provisions of section 13 and any other applicable provisions of the Companies Act, 2013 and rules made there under and subject to the approval of the competent authorities, if any, the consent of shareholders of the Company be and is hereby accorded to insert the below mentioned clauses in the existing Clause III A after sub clause 2 in the Main Object Clause of the Memorandum of Association of the Company to enhance the scope of business income in the Existing main objects of the company:-

3. To carry on the business of money lending and financing of all kinds including project finance, equipment finance, asset credit, equipment leasing and lease finance, bill discounting, foreign exchange loans, mortgage loans, loans against pledge of movable assets, loans against shares and securities, educational loans, inter-corporate loans, working capital loans, bridge loans, agricultural loans and to provide non-fund based credits such as issuing of letter of credit, letter of guarantees, guaranteeing loans granted by other financiers, providing security for loans granted by other financiers, discounting of bills, hundies, cheques, drafts, deferred payment guarantees.
4. To carry on hire purchase and finance business, in all its branches in respect of industrial plant & machinery and equipments whether imported or indigenous or old or new, agricultural machinery, aeroplanes, launches, boats, mechanical or otherwise, office instruments, and apparatuses, vehicles, buildings and real estate and all domestic appliances or any other article or articles that the company may deem fit.
5. To carry on business as share and stock brokers, securities brokers, investment brokers, sub-brokers, underwriters, sub-under writers, agents and consultants for and to purchase, acquire, hold, sell, invest and consultants for and to purchase acquire, hold, sell, invest and otherwise deal in stocks, shares and securities of all kinds, units of Mutual Funds, Debentures, Bonds, Government securities, National Savings Certificates, Small Savings Scheme and general securities and savings investment or instruments of all kinds and to carry on the above business in India or abroad and for carrying out the above to assimilate, compile, organise and analyse information about the characteristics, performances, interests or any other attributes of Companies, Corporations, Firms, Trusts, Societies whether situated in India or abroad.

**Dhanuka Commercial Ltd.**

~~CIN NO. L30007DL1994PLC260191~~

61, Vats Market, Near Shiva Market, Pitampura,  
Delhi 110034 Ph 011-45132171  
dhanukacommercialtd@gmail.com



CIN - L30007DL1994PLC260191

www.dhanukacommercial.com

6. Subject to the approval of **SEBI** and other authorities wherever required, to act as an issue house, Registrars and share transfers agents, Merchant Bankers, portfolio managers, Managers to public issue of shares, debentures and any other types of securities issued to public by any company, undertaking or association.
7. To act as financial and investment consultants, management consultants, marketing consultants and to provide custodial services, advice, services and consultancy in various fields, general industrial administrative, financial and public relations and to advice on mergers and amalgamations, venture capital scheme mutual fund scheme and takeover bids.
8. To engage in the securitization business both as acquirer and/or the disposer of securitized debt through purchase/sale, assignment and such other approved modes.
9. To carry on the business of Corporate Insurance Agents and/or Brokers for the general Insurance companies and/or life insurance companies including Foreign Companies, by soliciting and procuring insurance businesses on behalf of such companies, for commission or on income sharing basis or on a fixed income basis.
10. To act as stock and share brokers and to take membership of stock exchange in India & abroad.

**RESOLVED FURTHER THAT** Mr. Sanjeev Mittal and Mr. Gopal Krishan Bansal, Directors of the Company and Mr. Sunil Jain, Company Secretary of the company be and are hereby jointly and/or severally authorized for the above said purpose to file necessary forms with the ROC and to take such incidental and consequential actions as may be necessary to give effect to this resolution."

**By Order of the Board of Directors  
For DHANUKA COMMERCIAL LIMITED**



**SUNIL JAIN**

**(Company Secretary)**

**Date:** 19.03.2016

**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 **18<sup>th</sup> March, 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: 19.03.2016  
Place: Delhi

By Order of the Board of Directors  
For DHANUKA COMMERCIAL LIMITED



SUNIL JAIN  
(Company Secretary)

## ANNEXURE TO THE NOTICE

### EXPLANATORY STATEMENT

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

#### Item No. 1

To enhance the scope of business income, The Company proposed to amend Object Clause of Memorandum of Association of the Company by inserting the new Objects related to NBFC activities after the Existing main objects of the company.

Further, the company "*Dhanuka Commercial Ltd.*" is registered with the Reserve Bank of India vide Certificate of Registration no. B-14.03301 dated 22<sup>nd</sup> May, 2014 as Non-Banking Financial Company not accepting/holding public deposits (NBFC-ND).

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.

By Order of the Board of Directors  
For DHANUKA COMMERCIAL LIMITED



SUNIL JAIN  
(Company Secretary)

Date: 19.03.2016

Place: Delhi

## 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 **Thursday, 14<sup>th</sup> day of April 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 inserting the new Objects (as mentioned in the Notice of the EGM) related to NBFC activities after the Existing main objects of the company.

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 **Thursday, the 14<sup>th</sup> day of April, 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.