Roc	d-	Ma	D	0

A) Note-book only - This topics are not to be reffered from anywhere except notebook. This topics may an may not be impartant but in exhaustively (in detail) covered in notebook and therefore, notebook is sufficient.

(j	Registens	[sec - 88]
(ii	Beneficial owner	[sec-89]
iii)	Significant beneficial awner	[sec-go]
	Notice	[Sec-10]]
v)	Explanatory statement	[sec-102]
	Pnozy	[sec-105]
vii	Restruction on voting right	[sec-106]
(iiiv	Romate e-voting	[sec-108]
(xi	Poll	[sec-109]
	Postul Ballot	[50(-120]
	Nimutes	[sec-178]
(iix	ACCM Report	[sec-12]
(iiix	AGM	[sec-96]
xiv	ECCM	[sec-100]

B) Sec-175 - Resolution requiring special notice is common with Audit Subject and therefore, no need to refer before Audit Subject is completed.

0	Topics to be referred	from I	CAI -> Marst	
	Topics	Section	ICAI	
	clossure of negister	91	7.16	
	Annual Return	92	7.17	
	Buonum	103	7.27	

D) Topics to be refferred from	JCAJ -> OP	tioncel	
Topics	Section	TLAT	
place of keeping Register	94	7.19	
Register as evidence	95	7.2)	

	DATE / / PAGE NO
A Real Property lies and the second second	Pre-requisite of member 7.21
	chainman 104 7.29
	Resolution
1	andinary nesolution & special nesolution In in and
	filing of nestrution a survey into the survey
	one person company 122 7.68
	Document in E-form 120- 120- 7.60
	the Type of Basiness at Car
	Daning branch exam propanation :-
	Read Notebook theorozighly
	follow point above (c)
	It is optional for a Ranker student to follow point -D.
and the second se	Refer Selmmany - page no: -7.69 (JCAI)
	Refer Test your knowledge :- Rige no. :- 7.70 (ICAI)
vil	Refer pust 3 attempt's RTPS and MTPs
-)	the food Batter
	Day before final ICAI Intermediate exam;
	Read Notebook in depth 7 1
	Refer test your knowledge - page no - 7.70 (ICAI) Refer current attempt RTP and MTP.
10,	Refer coursent cuttempt KIP cime MIP.
(2)	Pencility [LBH]
->	Learn By Heart the penalty of section - 92 and section - 5
->	Rest all penalties is optional for students to remember
-	This does not mean that nest penalties will not be aske
	but a student can take a calculated nisk by ignarin
	nest pencilties.

-

	DATE / /
	Constant of the second of the
Service stands of the service service of the service stands of the	<u>list</u> [PART - A :- MEETINGS] AGM :- (1) Timelimit (2) Day, pute, Time & Place
97	AGN by NELT
98	EGN by NELT Prishment for contravention of Sec- 96 an 97 001. 98
99	Prinishment for contravention of
100	EGM
	Notice of ACMI ECM
102	Types of Brisiness at an
103	Quanzim chuinemen
104	Proxy
105	Proxy
106	Restriction on voting night
107	show of hunds
108	Remote e-voting
	Poll Poll bron 2000 belogentlin & topo old a
110	Postul Ballot
111	Cinculation of Resolution ??
	Representation of president of India & crovenner of state
113	Representation of Body compande
114	Ordinary Resolution & Special Resolution
	Resolution requising special natice
	Resolution pussed at Adjurimed Meeting
	Filing of Resalution
	Mineutes a second de la company alla second de la company alla seconda de la compa
	Minzules inspection
	Records in E-form
	Arm siepcent by listed public company
122	Applicability to OPC

	DATE / / PAGE NO
	PART-B : REGISTERS & RETURNS I
	France Support in Table 1
Section:	
	Register of members
89	Declaration in respect of beneficial interest in any share
	Significant Beneficial Owner [SBO]
	Power to close register of member or depentence - holders
	on other security holder
92	Annelal Retein
and the second se	Registers, etc. to be evidence
	promotion
	i the second sec

		DATE / / PAGE 1
list	of	farms:
		Mart = ManaulanmonT
tom		C in restricts
- COMPANY		Baincitar co toneign
	2	Cusicing Register
<u></u>	1.5	Eo other security holdens toneign
~	3	Intimution to Roc cebord:
		- opening
		- opening - opening 4 of foneign negisten
		- opening (a)
	4	Declaration by BO to RCO (Relevant company) (39) Declaration by BO to RCO (Relevant company) (39)
	5	Declaration by BO to RCO (Relevant company) Sector
		Retruin of BO to ROC
		Annew networn
	FA	Annaiced statement AR four small (0, 21/5 2(85) & OPC 21/5 2(62) (entification of AR by practicing (5 5echion)
	8	centification of AR by practicing cs 5000
	9	Extract of AR
	10	- (ommitted)
	11	Privary Farm 2115 105
	12	Poll paper (09) Poll neport Section
	13	Poll nepart Section
	24	Filing of agreement and resolution including special resolution
		ZIIS (II).
	15	Repart on ACM by listed companies 2115 (121)
	*	BEN = BENEficieny
From F	BEN	
	1	Declaration by SBO to Relevant / Reporting company.
	2	Return of SBD by Reporting company to Roc.
	3	Register of sbos.
	4	Notice by Reporting company to prospective SBO.
		prospective SIBO.

DATE / / PAGE NO Part-A Meetings of company: [sec-96 to 122] * Types of Meetings : A suthening of all people Conversed by Triberal UIS 97/98 of debentare of mombers i.e. holden | Credition shaneholdens MEETINGS -> class meeting -) General meeting AGM EGM of Bound of directors UIS 96 UIS 100 -> Board meeting; meeting of all directors of a company -> Committee meeting; meeting of those director who are part of a particular committee [Azidit committee] Meeting of class meeting of member & no * 49PC Shareholder S Member all member of all type of mem ... > General meeting Earn) Amercul General Extra-ordinary Greneral meeting meeting [AGN] [ECM] Section - 96 Section - 100 Scanned by PDF Scanne

			DATE / / PAGE NO
*	Americal Greene	need Meeting [sec - 96]	and a sector of the
monision:	i al al line		
(2)	It is a Gene	neeting which is	to to consider and has
	each company	in a calender year	except in opc.
(2)	Mainly follows Done transacted ;	ing business 2115 102 Director	2 (2) (2) (2) (1) (2)
		A zuditor ration A	
		D ividend	101-10-10
19. 19	Carle Ju de res	A ccounts la la	and and a station should be
		. 10 10 10	and the second s
(3)	at page da	AGN in collender year	a impandentition
	NO THEE AD	Adri III recubindor gradi	Of Incompandation.
Types:	ED IN	A CrM	
Types.		Later and the second se	
	inconportion of co.		(Szibsegzient ACEM (5)
42.		ERISIE no laturogrophi su	
	Time - limit	Within 9 months from	
		end of its Ist F.Y.	
			a) Within 6 months from
		Aic edoption ?	end of F.Y.
	24s	1315 100 1029 10 31	b) Grap between two(2)
		Barding	consequitive ACIM(s) is
		88 60 18	Meiscimeim 15 months.
			c) 2 AGT in 2 calender
		40-09-35	<u>yeen.</u>
241	Ton an and Ph		1
band an 1.	- contoncision		Decision maring power
extension L			yes at disanction of
	delay by	NO BELGELLE	ROC on special ground
	ROC	and in a catendary game	but not exceeding
		tet grans a Mart alman	3 months.
- seiter	1 10 20 43 12 10	10000 001 T	48 -
		1.	Die
	12101	E in sal	

Date zipto which 1st Aler 1st F.Y. Time limit ought to be held i.e. Example-1 Date of calender Due date manpenution your 715124 31/12/24 7 32 to 31 23 7 23 to 31 3 9 month 71812023 [8 month] 14 3/24 to 31 12/24 14 24 to 31 3/20 31712124.31/12/23 9 month 3412 12024 [14 month] end of 1st c.y. lust date to do in-time Acry Exemption Time pote of in Francis End of 1st FY limit 12 31 24 31 24 continuvention of time to do F.Y. 23-24 sec- 96 Deleny in Acry & Pencilty Levied in-time ACM UIS (99) i.e. compliance of Sec - 96 Spank co. Ltd. was incorporated on 718123. It convened its 1st Example-2 ACM on 718/24 (in-time). Till which dute co. to convence its subsequent AGM i.e. 2nd AGM ? Solution: condition -1 = within 6 months from end of F.Y. F.Y. Alc adoption ? 7 St 2023-24 in AGM on 718124 2 nd 2024-25 Pending 31-03-25 06 30-09-25 condition -2: - Gup between 2 consecretive AGM, Max. 15 months Date of 1st AGM = 7 18 124 15 7/11/25 Condition -3 :- 1 AGM in 1 calender year. Calender years Man clone? 157 2023 No need : 1St KY of incorporation 2 nd 2024 yes on 7 18/24 2 ord 2025 Pending 31/12/25

	DATE / / PAGE NO
->	Drie to Rule of hamonioris contriaction,
	[Interpretation of statute - other laws],
	on 1 before explicit of all conditions
	in the set of the set
-3	(0.'s 2nd Nam on 1 before 3019 12025
	FIRST ind bourgeress Half (1)
*	Points to be nated :-
	endendra
(1)	Every connected general meeting shall be called draving business
	bouns, i.e. between 9 a.m. and 6 P.m. on any day that is not
	a National Holiday and shall be held either at the registered
	office of the company on at some other place within the city,
	town on village in which the negistered office of the company is
	situated.
(2)	"National Holiday" means and includes a day declared as
	Neutional Holiday by the central covernment.
	ACCM of an emlisted company may be held at any place in
	India if consent is given in writing on by electronic mode by
	all the members in advance.
(4)	The contral avermment may exempt any company from the
	provision of this sub-section subject to such conditions as it
	mary impose.
(5)	In case of section - 8 company, time, date and place of each
	ACM use decided spon before - hend by the bound of directors
Georges 11	baving regard to the directions. if any given in this regard
	by the company in its general meeting.
(6)	In cuse of Government company, Every AGM shall be called
	during business hours, i.e. between 9 a.m. to 6 p.m. on any day
	i.e. not a National Holiday and shall be held either at the
	registered office of the company on cut such other place conthin
	the city, town on village in which the negistened office of the
	company is situated on such athe plane as the contral government
	may approve in this behalf.
(7)	The above mentioned exeption (modification / adaption (ie (s) 800)]
	shall be applicable to section & company and government
	company which has not committed a defuzit in filing of its
	company amen nos commences successions

	DATE / / PAGE NO
	a compared metanno us a
	financial statement 215 737 (AOC-4) an annual neturn UIS 92 (MGT-7) with the negistran
	(MGT-7) with the negistrant
<u>Sec- 98</u>	EGM by NKLT:
(1) ->	EGM convened by NCLT:
	EarM convened by Nalt: on neguisition of :- BOD on
	Member meitertis meitring
->	Brovision of Section - 97 (AUM by NULT) cipply maitundis
	i i i i i i i i i i i i i i i i i i i
(2)	
a prov	
	Convened by
215	Applicated Providence and Employed a day declarad
	BOD - le partitate la partitate
	Szio moto on snegzisition of memberils)
- the spine	Szio moto on siegaismon or
(3)	Time line:
12.20	
	Date of deposit to do 21 dens.
dava 2	Valid EGM held by BOD 45 days
	Requisition
- Iomone	EGM by Requisitionist if BOD fuils 3 month
	in the company in the demeal meching
	and the area of concernment company. Every seen shall be
Sec- 100	Extore - Ordinary General Meeting:
Meeming	the mation Mutional Maliday and shall be ball alther est
A Nectings	registered office of the company for at such other play
0	EGN is : and the second provide the second provide the
transformer and	- cm GM cifter than AGM on -
	- all GM(s) between 2 consecutive AGM(s)
(2)	All baismess transacted at Early shall always be special
tu.	Brisiness 2115 (102)
ati to	company which has not committed a default in filling

	DATE / / PAGE NO
B] Types:	- Easenade of care
	Early convened by BOD szio moto
	Early convened by BOD on requisition (request) of member(s).
3	Eard convended by BOD Requesitionist themselves.
	EGN convened by NCLT 2115 (98)
	I MORE MORE TO TO MORE TO TO TO THE SOL - SOL
C	EGM convenced by BOD 5210 moto:
	A Dissector connat convence Early, it is convenced by 1300.
	BOD to convene Bound Meeting and
	In BM a nesolution to be passed to convene Fam.
	mubist which fight (2)
D	EGM convened by BOD on Requisition of Member (5):
1.	Requisition by thill a manual si can of (9)
	- company who without sharecapital > 20% voting power
	- Company with share capital 2 10%. Share capital
	Requisition shall be: teat a
	- in whiting too boroteipor (E)
	- Specifying mutter (Purpose)
	- Not specifying neusons
	- Signed by requisitionists
	- Deposited at negistered office of company.
	- cut loust 21 clean days prior to postponed date of such ECM
3.	Timelimites ad at a responsed bassinger (2) (2)
	- BOD shull make annungement within 21 days (of date of deposit
	of valid negrisitions)
	- BOD shall conduct Early within us days of date of deposit of
rioda.	valid sequisitions) de parme alla balles si your 120 des
111	longs if consent is accorded (given) either in writing en
E	Early convened by Requisitionists themselves:
	- Request to convened Early when BOD fuils to convene Early on
	time.
	- Request to convene ECCM within 3 months from date of
	deposit of verticel regulsition.
	- Request to convene Early in some momen as BOD does.
	the of their and

DATE / / PAGE NO - Incurred by requisition - Expenses of Earn: - Reimbunsed by company - Reimbursed by company - Recovered from remaineration of director who are in default in the set in the set is Sec - 107 Notice of a AGM LEGM : A) To whom : () BOD (2) Aziditance) (a) cs, if any (4) Profesence shoulder, if any matter affect psc (5) Equity share holden @-Member is deceased - Legal Representative (7) Member is insolvent - official Assignce at a haliguaranda humilin da provogero B) Made of service : (1) Hand Delivery, (2) Post, inde miliaire . (3) Registened post, (i) (ounien, (3 Electronic mode. (like Email) C) Contents: (1) Duy, Date, Time & place of Gry R Business to be transacted i.e. Agenda. 3 If any special business is to be trainscited, Explanatory statement 2115 (202) DI short notice : 1 and an and 123 brahma linds and --> A Gry may be called after giving sharter notice than 21 clean days if consent is accorded (given) either in writing on by electronic mode by il standbridges 13 barran 103 13 a de alla Cronenal Meeting · second de contrar care a time à monthe Annew General Meeting ather than Acry i.e. Ecry Minimum 95% of members entitled to vote

	carte e a museau	DATE / / PAGE NO
	other than Aury i.e.	FCCM - Halanson
		L. L.
	Company with shane capital	company without sharecapital
. 4	as the beaution to the second and and	and the second
	- Members	Members
	- Majanity in number	Exencising mini. 95% of
	- Representing mini. 95% of	voting power (based on
	Prid zip capital	comornit of granantee)
	Lunders	moren linated
E	Ommission :	
-)	Following if done accidentally an by	in-adventance on zin-
	intentionally, shall not invalidate t	he proceedings at the art:
	O ommission to give notice an	la common of
	(2) Non-neceipt of notice by memb	
->	The onces (bounder) is on company	to prove that commission
	was not deliberate (intertional).	Fish contract when
11	a the second sec	a fridan an
	Length of service of Notice:	2
	Atleast 21 clean days in advance 1	
	Exclude the following friom 21 days	stine presignes is la
	i) Dute of sending	act are his areparese
	ii) Dute of CM	
-)	Sec-20: when notice is served by p	lost it is deemed us hours
<u>A starters</u>	in transitas la suitatrana	person of its over
emple :-	Dute of Aur -> 7/12/2021	at tolldas ad lind
	Date of Posting Notice -> JG/ 10/202	1
+	Excluded From 21 clays	Let and range person 51
	ers an amember of the company.	7 32 21
	16/20/2)	Dute of
	Deste of (17) (18) (19)	6 GM
	Sending Octure dame	= 19
		150 il = (2) proprieto E
	1 1 1	ate) = 2 days
	in-tremsit	
	[sec-20]	

....

DATE / / PAGE NO Sec-112 & Representation of a member in a GN [sec-112 & 12] 113 A can member can Member will Proxy get will proxy be ((oncept : attend GM? appoint proxy all night of comted in Nember of company 21/5 (105)? member? - Azianim zugis X Individual 1 optional Nedercel person President of India on 2115 119 crovenner of stute Body companyte on foneign co. 2115 113) President of India on Governan of state if he is a member of a company, may appoint such person as the thinks fit to act as his representative. (3) Where a body componente is a member and it authorises any penson as its representative at any meeting. such representation 500-113 shall be entitled to exercise the same nights and power. a such other person shall be entitled to exencise the same rights and powers as a member of the company. Types of business: Sec- 102 Types : I. i) Ondinary Brisiness (OB) ii) Special Basiness (SB) Scanned by PDF Scan

	CHI TENNI V TINI					
			0	DATE / /	PAGE NO	
I	Section - 102 (2) (a)			Stanco/wi	and well's true	
	Dinecton	an and a start of the start of	ave to t	1	m Alle	
Second P	Aziditon	a Planad ye	us lustral	de vest	undra si	
Aure tob	Dividend	the start of	a trad	12. 193 13	St. Comerce	
	Accounts	a <u>Antonoma a</u>	all and the	mat ori	manual	
	i mid p	Louisch 17	and to	hashes .	all al	
III.	classification					
11-1-1	(secondo to la pression)	General Noe	hing	in her a	resching 2 -	Sullis 1
		(********	500 B. 100	Aportib 1	estimated and	
	AGM 2115 (96)	ad Luicepine	iner word	atten t	han Aary	
rooma la	Liggen and Vay Marrielle	mare called	1	i.e. EC	AM 2115 (100)	
	Brisiness 2115 102(2)(a)	Brisiness at	nen them		1	-
10000	i.e. DADA : OB					1-
10	that alter manpage	Special Ba	simess	Speci	al Brisiness	_
2.6	10 moders press hores on	IDIDITION TH	having to	tornord	1. 79456	
	Example:					
· American	Agenda	la anone c	AGA	4 000	EGM	
	i Disectos	- pros	OB	adta tr	5B	
	ii Azıditası	100	OB		SB	
1 m		ictors to a	OB		58	EDIA_
dank		it all tra			SB	
	v Taking plant		SB		SB	
		ta ta	anabola.	y restrance	13/17 2	
ν.						
presentaria	a shine poor but				SB SB	
Salt	Disclosure of type of	brisiness in	notice	X		101
-	Details with respect to	bzisiness in	notice	A CONTRACTOR OF THE OWNER OWNER OF THE OWNER OWNE	vory Detui	1901
-	Explainatory studement	connexed -	to notice	X		
	2115 (101)					
				: 00	month A	
VI.	Contents [Learn By	C Engly	ana let			
		of Explanat	any Sice	and the second se		
	the second second	Detuils of	Detuil		ather	
	Material Details of	Significant		ction of	informat	ion
	Fact intenested				(N-4)	
	persons (N-1)	(N-2)	(N	f cmy -3)	1-10-0	
					by PDF Sca	

	DATE / / PAGE NO
NTT .	Non - Disclosune:
->	TC incoefficient disclosurer :
	and a line in the second to a promoter, di
	benefit in trust for the company and shall companyate the company
	to the extent of benefit derived by him :
	m develiention
Note - 1'	Nature of concern on interest (financial on athenwise) of.
	- Every director & manager
102	- Eveny other key munuaerical person
- Ligur	- Relatives of every director, manager and key Managerial person
	Bergardes alle topication Barginess alles aven
Note-2	If special business relates to on effects any other company.
	the extent of shareholding in that other company of
	every promotor, director, manager and every other key
	Munagenial Person shall be disclosed, if the extent of such
	shareholding is 2% or more of the paid up share cupital
Note-3	If special business refers to any document which is to be
	considered at the GM, at the time and place where such
	document can be inspected shall be specified in the
	Explanatory statement.
Diclo II	a ward and a second a
wote-y	Any other information and facts that many enable members
1-el lin	to understand the meaning, scope and implication of the
5	items of business and to take decision thereon.
Sec - 103:	Quanzim A
	alle ciell
<u>A</u> .	Meaning: [tomat we area 1] should be
-	Min. number of members
-	Present in person i.e. proxy excluded
-	From : commencement of meeting till conclusion of
- applanter	meeting
(13 -1)	Is known cis Quantum. And a cost and a cost
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			DATE / / PAGE NO
B.	Quonum :	A Real Providence of the second	an Incorrect of Strange
Assessment		co. = Min. 2 members	
	b) Prublic co		into the well
	n in a day		Min. no. of
		co. at time of GM	
		7 - 1000	5 7 400 1
	1001	1000 - 5000	15
	5001	5000 - ∞ (infinite)	30
	and torismism		int.
C.	Anticles o	of Association:	
		specify a higher Quanzi	m: si last
	-	-	barrandba
		i as per Act	
		as pen AOA	7
Ex:	In Spank	co. Itd. [Prublic co.] there a	were 7,000 members . It
2			
133.5	ADA Jegui	ne a Quarrim of so	members
		ne a Quanum of so	
	a) Quanum	n cis per Act = 30 me	mber
-	(1) (Drianzim b) (Drianzim	n us per Act = 30 mer	mber
	(1) (Drianzim b) (Drianzim	n cis per Act = 30 me	mber
	(1) Quanum b) Quanum Quanum	n us per Act = 30 me n us per AOA = 50 mem = 50 members min.	nber
	(1) Quanum b) Quanum Quanum	n us per Act = 30 me n us per AOA = 50 mem = 50 members min. per will be a valid Quara	mber nber um in cuse AGM) EGM
	(1) Quanum b) Quanum Quanum	n us per Act = 30 me n us per AOA = 50 mem = 50 members min.	mber nber um in cuse AGM) EGM
	(1) Quonum b) Quonum Guonum One membro convened	n us per Act = 30 me n us per AOA = 50 mem = 50 members min. per will be a valid Osions by Nation , 2115 (971.98). i.e	mber nber um in cuse AGM) EGM
Ð	(1) (Suonum b) (Suonum (Suonum) One membric convened Inclusion	n us per Act = 30 me n us per AOA = 50 mem = 50 members min. per will be a valid Osions by National the second of the second	mber nber um in cuse AGM) EGM
0	 (1) (Sucrum b) (Sucrum (Sucrum) <l< td=""><td>n us per Act = 30 men n us per AOA = 50 men = 50 members min. ber will be a valid Quara by Natt, 2115 (97198). i.e 5 & Exclusions:</td><td>mber nher 21m in cuse AGM) EGIM 3 one man meeting.</td></l<>	n us per Act = 30 men n us per AOA = 50 men = 50 members min. ber will be a valid Quara by Natt, 2115 (97198). i.e 5 & Exclusions:	mber nher 21m in cuse AGM) EGIM 3 one man meeting.
	 a) Quanum b) Quanum b) Quanum convened inclusion Exclusion : 	a us per Act = 30 me a us per AOA = 50 mem = 50 members min. ber will be a valid Osions by NALT, 2115 (97198). i.e 5 & Exclusions: a member, abo is indir	mber nher um in cuse AGM) EGM : one man meeting.
P P	 c) (Sucrum b) (Sucrum Grupsum One member Convened Inclusion = Exclusion : Proxy of - 	a us per Act = 30 me a cis per AOA = 50 mem = 50 members min. ber will be a valid Osions by National (198). i.e 5 & Exclusions: a member, abo is indir	mber nher um in cuse AGM) EGM : one man meeting.
	 ci) Quanum b) Quanum Guanum One member Convened Inclusion : Exclusion : Prory of - Inclusion 	2 us per Act = 30 me 1 us per AOA = 50 mem = 50 members min. Der will be a valid Osions by Natt, 215 97198. i.e 5 & Exclusions: a member, who is indir in Osionum:	mber nher zim in cuse AGM) EGH : one man meeting.
	 c) Sucrum b) Sucrum Sucrum Sucrum One member Convened Inclusion Exclusion : Proxy of Proxy of Proxy of 	2 us per Act = 30 men 2 us per AOA = 50 men = 50 members min. ber will be a valid Osions by Nat, 215 97198. i.e 5 & Exclusions: a member, abo is indi in Orionum: a member who is: of India.	mber nher zim in cuse AGMJEGIM : one men meeting.
	 c) Sucrum b) Sucrum Sucrum Sucrum One member Convened Inclusion Exclusion : Proxy of Proxy of Proxy of 	2 us per Act = 30 men 2 us per AOA = 50 men = 50 members min. ber will be a valid Osions by Nat, 215 97198. i.e 5 & Exclusions: a member, abo is indi in Orionum: a member who is: of India.	mber nher zim in cuse AGMJEGIM : one men meeting.
	 ci) Quanum b) Quanum convened Inclusion Exclusion Exclusion Proxy of Proxy of President Crovennen 	2 US per Act = 30 me 2 US per AOA = 50 mem = 50 members min. ber will be a valid Osions by Natt, 2115 (97198). i.e 5 & Exclusions: a member, abo is indir in Orionum: a member who is: of India. 1 of state	mber nher um in cuse AGM JEGH one man meeting.
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	 a) Subrum b) Subrum convened Inclusion = Exclusion = Exclusion = Enory of - Inclusion Proxy of President Croverner Body cost 	a us per Act = 30 men a cis per AOA = 50 men = 50 members min. ber will be a valid Quara by Natt, 2115 (97198). i.e 5 & Exclusions: a member, who is indi- in Quaram: a member who is: of India. a of state parate	mber nher um in cuse AGMJ EGM one man meeting.

DATE / / PAGE NO E. Presence of Azvanzim: - Grann shall be present within 30 minutes of scheduled time of Cry. Amended - Then onwards it shall be present till conclusion of an F. Lack of Quanum; General Meeting EGM convened by AGM AGN is on Requisition Adjourned of member Eary is udjourned EGM is dissolved / Did BOD decided with concelled nespect to adjournment of ECAN ?. Yes NO EGM adjornmed as EGM endjozorned to: per Bop decision Same day, Same time, Next Same place, week -> The notice of adjourned any shall be given at least 3 days before adjurned and by way of advertisement in newspaper. - English - vernacelar (Regional / Local) a. Quonum for Adjourned CM: - Min. 2. members present. Scanned by PDF Scanner

	DATE / / PAGE NO
Sec-106	Restinctions on voting Rights : (A)
	Porovision:
	Does ADA contains expressly clearly the
	grounds for restriction on voting night?
	Not the second s
	Yes
	Course C and
	Conormals for restrictions concernate do restriction
	on voting Rights on voting Rights
:)	Amt hug Come Drive alles
	Amt. drie from Any other
	member on culls grounds
	Ruyable to co.
	TOYADIE to co.
(ä	Co. has exencised the prestnictions on
	right of lien on voting Rights
	shares
	Shares
	Restruction on voting
	Right is vulid.
	union in todation
-7	Restriction on voting Rights coill be valid if:
	- Grounds une specified 2113 106 &
	- Goodings une specified in ADA.
-;	Nature of Restriction:
i) Szich person cannot vote
ii)) Szich person connat sign requisition for on Early 2115 100.
(iii	Such prigment does not make payment of call money & co.
	forfeits shares & ne issue such shares. The new cullottee
	being liceble to pury bulance reimenined empaid on shares will
	not be entitled to note so long is any culls presently payable
	on shanes remain impuid.

DATE / Sec-105 Proxy: A. Meaning - one an mare - Representatives - of a member to cuttered the GM & - Exencise nights crucilluble by Act - is known as pnoxy - Any member of a co. who is entitled to attend and note at B. Provision: and of a co. shall be entitled to appoint another person as a proxy to attend and vote at the meeting on behalf of member C. Who can be a proxy? Is co. a section - 8 co.? NO Yos Any person can be appointed as only a member can be prosey many on many not be a a proxy of other member member of company. -> Central avenment prescribe dass (type) of company whose member shall not be entitled to appoint a proxy. D. Proxy of how many person? i) A person can become a proxy in one co. of more than one member subject to: - Maximum 50 members in nember & - shareholder in eiggregate max. 20% of total share capital of company. Vitra Louis

Hember not willing to Broposed 10 of VP ND. of mom can will proxy will proxy be								
i) A member who is holding 10.4 at more shore cupited of a ca. may expand a person as pracy subject to: - Sach a person is net a pracy of any other member of ca. - Sach a person is net a pracy of any other member of ca. - Sach a person is net to become pracy of any other member of a company. - Merica 192 - 112 & 123 - Maria - Maria								
Co. may expond a person as proxy subject to: - South a penson is not a proxy of any elher noomber of co. - South penson eggrees not to become proxy of any ether member of a company. The study (Section - 105 mead with 703.112 & 113) - Max. 50 - South penson eignees to be no of mem con will proxy be - south end willing to Bapased & of up no of mem con will proxy be - south and colling proxy of proxy represented proxy be get all counted in Guern - appoint Broary		0913					DATE /	/ PAGE NO
Co. mary exponent a person as proxy subject to : - South a person is not a proxy of any other noomber of co.d - South person agrees not to become proxy of any other member of a company. The study (Section - 105 need with 703 . 112 & 113) - Max. 50 - Max. 50	111	ii) A mem	oben wh	o is ho	Iding 10-1	an ma	me shan	e quaitul of a
 Such a penson is not a proxy of any other member of co. Such penson agrees not to become proxy of any other member of a company. Section 103 mead with 103.112 & 113) Section 104 means of proxy sepresentationary be get all counted in Guan a company. Section 105 mead with 107.11 with a section of the proxy be get all counted in Guan a company. Section 200 P Meme 2.06 VP Meme 2.06 VP Meme 2.06 VP Meme 2.06 VP Section 2.1. Femil 2.1. with 2.1. with 2.1. with 2.1. with 2.1. Femil 2.1. 2.1. Kent 2.1. Kent 2.1. Femil 2.1. 2.1. Kent 2.1. Kent 2.1. Kent 2.1. Femil 2.1. X. X.		co. man	y cippon	u ci p	enson as	prora	subject	to sale
 Such person eignees not to become prory of any other member of a company. See study (section - 105 need with 103 · 112 & 113) Maxing Maxing Max		- Szich a	penson	is not	ce prox.	y of co	ny other	member of co &
ct a company. Cae study (section - 105 need with 103.112 & 113) Maxing Maxing		- Szich pen	son cigo	lees no	ot to bec	ome pro	ory of a	my other member
(and a) and a for a set of the top of the		of a a	company.					
eenher not colling to Bacoased & of VP No. of mem. can will proxy will pr	ase study	(section - 10	is need	Max.	103,112 Max.	& 113)	and prove	e prod to
Hend and half halfing proxy of proxy represented privay be get all counted in Quern a appoint Broxy as as proxy of proxy appointed? right of sits (3)? Name 1. of vP Ari 3.4. Femil 3.4. 1 ~ X X Vinuj 2.4. Femil 3.4. 1 ~ X X Kardi 2.4. Femil 3.4. 2 ~ X X Kardi 2.4. Femil 3.4. 2 ~ X X Kardi 2.4. Femil 3.6. 3 ~ X X X X Kardi 2.4. Femil 3.6. 3 ~ X X X X Kardi 2.4. Femil 3.6. 3 ~ X X X X Kardi 2.4. Femil 3.6. 3 ~ X X X X Kardi 2.4. Femil 3.6. 3 ~ X X X X X Kardi 2.4. Femil 3.6. 3 ~ X X X X X Kardi 2.4. Femil 5.6. 3 ~ X X X X X X X X X Kardi 2.4. A A A A A A A A A A A A A A A A A A	Jember no	t willing to	Proposed	1. OF NP	No. of mom	can .	will proxy	will poroxy be
 c appoint barry (as proxy by proxy, appointed? night of 215 (3)? Neme r. of vP Avi 3 r. Femil 7 r. 1 ~ x x Vinuj 2 r. Femil 7 r. 1 ~ x x Vinuj 2 r. Femil 7 r. 2 ~ x x Kardi 2 r. Femil 10 r. 2 ~ x x Kardi 2 r. Femil 10 r. 3 ~ x x Kardi 2 r. Femil 10 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. Femil 20 r. 3 ~ x x Kardi 2 r. 6 ~ 8 houthik 7 r. 1 ~ r. 7 ~ r. 7	ittend GrM	beet willing	proxy	of proxy	nepnesente	proxy be	get all	counted in Quan
Name Kolve Ani F. Femil F. I K X X Jiruj 2. Femil G. 2 K X X Knuti 2. Femil G. 2 K X X Knuti 2. Femil 10. X X X Knuti 2. Femil 10. X X X Knishi 2. Femil 10. X X X Knishi 15. Femil 10. X X X POI F. Bhadrik F. I K X D : M. Of shameholding will exceed 10. K W It assume Rishi is also a member of a then Rishi will be counted in Quanum as 1. (a) It assume Broomi is also a member of a then Bishi will be counted in Quanum as 2. E. Process of appointing a proxy i i) member has to fill an instrument (Document) cappointing a proxy i.e. proxy form which can be either i (a) a proxy form increased with notice OR (b) form Mat - 12 [Manual control of ii) Member to give proxy form to proxy. iii) Proxy to Jadge (submit) proxy form to compary in iii) Proxy to Jadge (submit) proxy form to compary in	o coppoint	Broxy .	Maria	US poroxy	by proxy.	uppointed?	night of	2115 (03)?
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Knuti 2.4. Femil XV. & X X X X Knisha 14. Femil 104. 3 X X X Aditya 154 Rishi 264. 1 POT 7.4. Bhadhik 7.4 1 X X O 4. of shareholding will exceed to 7. O 4. of shareholding will exceed to 7. E. Process of appointing a proxy i i) member has to fill an instrument (Docement) cappointing a proxy i.e. proxy farm which can be either : (a) a proxy form incerived with notice OR (b) farm Mat - 12 [Memalement] ii) Member to give proxy farm to proxy. iii) Proxy to lodge (submit) proxy. farm to compary in	Avi	7 %.	Fenil	7. 4.	1	2	X	× Hadis P 14
Kribra IV. Femil 201. 3 V X X Aditya 154 Rishi 264. 1 V X X POT 7. Bhadrik 74 1 V V D 7. 4. Of shareholding will exceed 104. (2) It assume Rishi is also a member of co. then Rishi will be counted in Granum as 1. (3) It assume Bhami is also a member of co. then Rishi (a) It assume Bhami is also a member of co. then Bhoom (a) be counted in Granum as 2. E. Process of appointing a proxy : i) member has to fill an instrument (Document) (a) a proxy form increatived with notice OR (a) a proxy form increatived with notice OR (b) form Mat - 12 [Manualizement] ii) Member to give proxy form to proxy. iii) Proxy to ledge (submit) proxy form to company in	Nincy	21.	Femil	9.1.	2	Vot	i X	×
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i) member hus to fill an instrument (Document) appointing a praxy i.e. proxy form which can be either: (a) a praxy form received with notice OR (b) form MGT - II [ManaGremenT] ii) Member to give proxy form to proxy. iii) Proxy to ladge (scibmit) proxy form to company in				1		130.000		
 cippointing a proxy i.e. proxy form which can be either: (a) a proxy form received with notice <u>OR</u> (b) form Mat - 12 [Management] (i) Member to give proxy form to proxy. (ii) Proxy to Jodge (szibmit) proxy form to company in 	E.					And the second		
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iii) Prozey to lodge (szibmit) proxy form to company in		2				D	,	
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		iii) Porose	y to J	lodge ((szibmit)	anoxy.	farm .	to company in
			1					

DATE / / PAGE NO - Before at least 48 hours of scheduled time of 614. - ADA if specify a time limit: less than 48 hours - Valid mane than us hours - void F. Proxy may be changed : -> Proxy may be nevoked, if a member eitends any then presence of member is predominant to presence of proxy & proxy is nevoked. -> Nember can vote on decisions on which proxy has not voted. H. Rights : Member Present in Right to Broxy Penson 2 X I Receive notice 215 202 2. Appoint proxy 2115 105 3. Attend GrM 4. Counted in Quanzum 215 103 X Except section. 121013 5. Com nepnesent on specifi X 2 6. Can demand poll 215 209? 7. Voting on poll 215 209 8. voting on show of Hunds 215 107 X I. Inspection of proxy: - Any member can be the inspection of proxy during business hours during 24 hours before commencement of and within conclusion of GM by giving 3 days notice. **Scanned by PDF Scanne**

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Sec-114	Types of Resolu	tion: (A)	meds · (2)	A to work	FOR			
	Resolution							
	to the state							
	ORDINARY RESOLUTIO	N	SPE	CIAL RESOLU	TION			
	votes custed exceed	us notes	Notes casted	≥ (not less;	votes			
1	in favoron >	ccisted in		ithan 3				
		cigainst		times)				
	In case of equality	of votes,	- Notice shall		-			
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	JSD members 10 m Noting & 20 mem cus zunden: Eshow Poresen Ordinary Resolution X Depend on custing vote X X	nembers were bers abstained of hands i.e. it & voting Votes casted Favor 49 50 51 25 75 10 90 60 100	cabsent, 20 m (dicimit voto 1 Person = : 100 member in Against 51 50 49 15 25 90 10 10 40 0 Resolution E	nembens did e). Rest detail 1 vote 5 Special Resolz X X X X X X	invalia 15 cure			
	JSD members 10 m Noting & 20 mem cus zunden: Eshow Poresen Ordinary Resolution X Depend on custing vote X X	nembers were bers abstained of hands i.e. it & voting Votes casted Favor 49 50 51 25 75 10 90 60 100	cabsent, 20 m (dicimit voto 1 Person = : 100 member in Against 51 50 49 15 25 90 10 10 40 0 Resolution E	nembens click e). Rest cloton 1 vote s Specical Resola X X X X X 100 - 7.]	invalia 15 cure			

DATE / / PAGE NO Sec-107 Show of hemds: (B) i) The voting shall be done by show of hunds in the first instance emiless poll is demunded. ii) The declaration by the chairman of the meeting in the minutes book shall be conclusive evidence that the resolution is pussed. Sec - 109 Poll :- (A) A. Provision: - The chairman may allow poll before on on declaration of nesult of the voting on any resolution by show of Hands. B. Who can demand poll? i) chairman Sze moto (on his own) on ii) on demand by member (s) a. co. having share capital: - member (3) - Present in person on proxy - having; voting power 2 10th [OR] shares on which > 5,00,000 puid up. b. Co. is without share capital - momber(s) - Present in person an proxy - having min, 110 th voting power C. Time of tuking poll: Poll is taken by chairman at his are discretion within 48 hozurs of demand. Poll shall be taken fonthwith when demand on question of: i) change of chairman lor ii) Adjournment of any.

	DATE / / PAGE NO
D.	Process of poll:
	The chairman shall have the power to negulate the manner in
	which a poll shall be taken. I a share to be taken
	The polling paper shall be in form no. Mat -12.
	The scriptinizens shall lock and she seal an empty box is
	presence of members and proxies.
	The scrutinizers shall open the polling box in presence of 2
	pensons as witnesses after the voting process is over.
	In case of ambiguity about the validity of a proxy, the scrutinizens
	shall decide the validity in consultation with the chairman.
-	The scriptinizens shall count the votes cust on poil and prepare
	a report thereon addressed to the chairman.
	The stepart shall be signed by the scrutinizens and in case there
	is more than one scrutinizer by all scrutinizer.
	The chairman shall cornten - sign the sconstinizer's report
-	The chairman shall declare the result of voting poll.
×	Powerful Member [learn By Heart]
	TODOTAL MEMBER LLECOTA BY MECOLO
Α.	Who is Powerful?
	- member alls and another
	- holding minimem
	- 10 v. voting power
B.	How to decide voting Power?
	Compuny's licibility limited by
	A inglicipation of formate school
	Share Capital Concerntee
10	Voting power decided based Voting power decided based
	on 1. of share capital held. On amount of grantee
1 angoing	Acidon reader walk a fail all all an inder a second
	Invitution Decapes
12	M and a cotagood to
Handabar	
- 1999-	to prove a provide the philad gailow & about of
	Scanned by PDF Scanner

DATE / / PAGE NO C. Whene cipplicable ? 1) Requisition for Extraordinary Meeting 215 (100) 2) Demand of poll 2115 (109) 2 5,00,000 puid up capital 3) Cinculation of Resolution 2115 (172) * Memmer of passing on Resolution by conving a any without convening a any without Remote with Remote Resolution by postul E-voting E-voting Ballot including E-Fucility [EVE] Facility [EVE] bellot 215(10) Member on proxy to OR Note in up by : (-Member many cast - Raising of hands; an vote anytime any-- Physical bullot; on where zising Spot EVE ; on Remote EVE 2115 - any athe system (108) provided by co. Sec-108 Voting through Electronic means: (A) Applicability of Remote voting: Company is isted company Labind Unlisted Company Mandatory Nichi co. [OR] SEBI Any other is me. ≥ 1000? Regarded Institutional L investor NO optional optional Mondatuny To provide E-voting facility to the members in pursexume of sec- (208) Scanned by PDF Scanner

	DATE / / PAGE NO
Β.	GN without memote e-voting facility
	i) company to serve notice us (101)
	ii) company to convene GM
	iii) In an do whing to can have spat e-voting
101	iv) company to properre minutes us (218)
	in white a sealing
NOTE -1	Appointment of scrutinizer:
	1) The Board of directors shall appoint one on more scrutinizer,
	who may be chartened Accountant in practice, cost Accountant
	in practice an company Secretary in practice an an Achocate
	on any other person who is not in employment of the co.
100000	2) Scrubinizer is a person of repute who, in the opinion of
al notice	the Bound can sconstinize the voting and nemote e-voting
	process in a fair and transparent mommer.
	3) The scrutinizer shall be willing to be appointed and be
atob 12	considerable from the propose of ascentaining the negrisite
	mayanity.
and the second	4) The scrutinizer so appointed may take assistance of a
15 Fr 10 1015	person who is not in employment of the company and
	who is well-versed with the electropic voting system.
	al waterton address of the community.
NOTE -2	Cat-off date:
1.44	1) cut-off date means a date not earlier than 7 days before
	the date of Gry for determining the eligibility to vate by
and the second	electronics means on in the GM.
	2) Example:
	2) $220mple$ 7 + 6 + 5 + 4 + 3 + 2 + 1 + GN 7 + 13 + 14 + 15 + 16 + 17 + 18 + 19 + 20
parillow	It is sometimiser shell inamedicitely sifter the consistent of
NOTE-3	Additional contents of notice:
test in po	a) Indicate the process and manner far voting by electronic means
testinesse	b) Indicate the time schedule including the time period elaring
	which the votes many be cast by remate e-voting;
trapst and	c) Provide the detuils about the login. ID:
	receiving the passward and for custing of vote in a
	secure manner.

	DATE / / PAGE NO
NOTE -4	Priblic Notice:
WIE 9	Priblic Notice: The company shall cause a public notice by every of an adventisement
	in i i i i dance heredice and heredice
	to be published at least 21 days and english newspaper.
2)	once in a vernacular and english newspaper. Specifying in the said adventisement, inter-alia, the following
	matters, namely:-
	a) statement that the business may be transacted through voting
man dhan	by electronics means:
Luckense	by electronics means: b) The date and time of commencement of remote e-voting;
Julian 191	c) The date and time of end of nemote e-voting;
	d) cart all darks :
la come	e) The manner in which persons who have acquired shares and
predance	become members of the company after the dispatch of notice
	may obtain the login ID and pusswand;
bd_199	F) The statement that -
	(i) Remate e-voting shall not be allowed beyond the said date
	cincl time;
	(ii) A member muy participate in the an even after exercising.
C.A. Martin	his night to vote through nemate e-voting but shall not be
	allowed to vate again in the meeting.
brok in	3) Website address of the company.
- Carlo Caller	h) Nome, designation, address, email id and phone number of
and set and	the person responsible to address the grievances connected
111	with fucility for voting by electronic means.
3	The public notice shall be placed on the website of the company.
NOTE -E	Decembrit de constituir de
Record and a second	Repart by Sconstinizen:
	The scrutinizer shall, immedicately after the conclusion of voting
01	at the general meeting, first count the votes cast at the meeting.
	Thereafter simplock the votes cust through remete e-voting in the
	presence of cit least two (2) witnesses not in the employment
2)	of the compuny. Marka mat later them 3 dame of an annihis in the
2/	Make, not later than 3 days of a consolidated scrutinizer's report
	of the votes cust in fureroun con against to the chairman who
	Shall countensign the same.
	Secure manners

DATE / / PAGE NO

4) The chairman shall declare the result of the voting for theith. 5) The sconsitinizer shall maintain a register to record the assent on dissent received mentioning the puriticulars of name, actives folio number on client ID of the members, numbers of shares held by them, nominal value and whether the shares have differntial voting nights. a) The nesults declared along with the neposit of the scrutinize Short 7) In case of companies whose equity shares are listed on necognise stock exchange, the company shall, simultaneously, Forward the messilt to stock exchange and it shall aluce the nesults on its website. 8) Resolution proposed to be considered through voting by electronic means shall not be withdrawn. --- Chairman appoint screetinizen 1. Brelimincory Minestes 2115 118 -- Decide cut-off dute (N-2) Dete, Drite, DKKE Broparation Timp of GM Do I.T. annomements Agendu Documention Exploritory 2) of nessilts Stutement Notice Gioxy website Additional (108×N-3) Repart 64 7 Day before GMI.e. Scautinizen 13/6 W 5 pm website (N-S) 2 block and for the bith Public Romote EV Peniod Notice 3) Min. 3 Days (N-4) 4 Discussion AGM Atleast 21 Days before GM Ea EGM Atleast 21 cleandays before any physical **PDF Scan** Scanned by

DATE / / PAGE NO C. GM with Remate E-Noting Facility [Szmmany] 1) Preliminary preparation : IT + cut off Trute + screitinizen 2) Notice : contents 2115 (101) + Additional contents Minimam 3) Acventisement 4) Remote E-voting penied commence 3 Trings (onclaid e 5) GPY : All can attend including E-votens , but they commot vote again in Carry, They counted in Quanzim 2115 (103) 6) Sconsitimizen to emlock website. =) Scristinizer to smlock website. =) Scristinizer to prepare consolidated report of vates casted by E-voting & vote consteal in C.M. 8) Screetinizen to submit nepart to chairman. 3) Chairman to declare result 10) Prepuration of minutes. * Cry with Remote E - voting Facility Process Propanation 50 1.1 T) Poneliminary Steps: a) chairman to make technological arrangements to ensure secure (Protected) e - voting. b) chainman to appoint Sconitinizen(s) [Note-1] c) chairman to decide cut off date i.e. date on which person is member then only be can vote. 2) Company to serve notice 215 101: - At least 27 clean days in advance days in advance and it shall contain. i) All details 2115 (202.) ii) Additional disclosure 2115 (108) (Note-3) 3) company to give adventisement est lesia loss 27 days before an (N-4) 4) E- voting period (Remote E-voting) - To continue for minimum 3 days prior to GM. - To end on a day immedicately preceding and at 5:00 P.M. E website will be blocked forthwith. tor to tankle - Druning E-voting peniod only member who holds sharpes on cut-off dute can do nemote e-voting inrespective of whether shares in physical

		DATE / / PAGE NO
	form an demat form.	
	Clement tomm.	
5)	company to convene an &	nuss Resolution :
-	Person who has casted e-vo	te cern eithernel any but commat vate.
-	Nember may also be enovided	with spat E-vating ficility in the cost.
	5	and space and reing in the con.
(6)	Scrittinizen to do counting of	votes (Note-s)
		anut li
7)	Declanation of mesult by cha	inmun (Note-6)
8)	Breecipation of an internet	
	minutes 2115 (138) within 30 days of conclusion of CM.
011 - 200	Postal: Ballat: (D)	and the second of the second by prof and
		aligned and all the second
Α.	Applicability Elecon By H	ewit
		Company
		J
-	OPC an company with	athen compunies
	member zipto 200	6
1-1-1	La and and and the Inside	> ORdinary Brisiness 2115 102 (2) (0)
		i.e. ADDA
	Ballot	* NO Postal Ballot i.e. aM
	the state of the second	sugar & some la parama alla
	Resolution by GM	
- Sine	and the second of the	have a night to be heard at the meeting.
		* No postal ballot i.e. and
		Meeting specifical by car (N-1)
		* Postal Ballot is mendatory i.e. NO CIN.
	the state board in the second	> Any other business items
	and a second and	+ Postul Bullot is optional i.e. postal
1 Active	the manual of millioner in	Bullot an GM.
- inti	and the second in the state	the edit at (Se) so allo and and the
		constant a a private company

B	Process
and the second s	
	a) co, to ensure the eligibility of a nesolution a sure of
	machil hallot Lie check applicability
1 .50	b) co. to announge for ballots.
	c) co. to appoint samutimizen (s) (N-2)
	in the second se
ii	Notice :
	co. to send notice of postul ballat to all members' along with drugs
	resolution erolaining the reason thereof.
	co. to request in notice to send members their assent or dissent
	within a period of 30 days.
	Notice can be served by post on speed post an counter on E-mail.
	Notice to be hosted on website of company
	A Replicebility Ficure By Hermel
	Public adventisement (N-3) shall be given by company.
(vi	Noting period :
- Alanza -	A peniod during which postul bullat shall be neceived by company.
	commencement of postal ballat penied -> conclusion of postal ballot
	period : 30 days
	the first hallow for the former and the former
v) (v	to counting of votes & reporting (N-4) by scrutinizer appointed.
	the deliver by the main the series and a series
vi)	Declaration of result of Resolution along with report on website
	of company.
vii)	he provisions regarding E-voting 2115 (108 shall apply melturis
m	restandis with respect to e-postul bullats.
NOTE-1 BE	isiness when passing of Resolution by postal ballot is mandatory:
a) Al	teration of the object clause of the memoriandum.
b) All	eration of anticles of association in matrix
AF	eration of anticles of association in melation to insention on memoral
	provisions 215 2(68) in the curticle of a company in order to
Cor	stitute it a private company.

	DATE / / PAGE NO
()	change in place of negistened office outside the local limit of any
	city, town an village.
(L)	change in objects for which a company has raised money from
	priblic therough prospectus and still has any unrutilised amout out
	of the money so nuised.
e)	Issue of shares with differential nights.
- E	Naniation in the nights of shares
9)	Berry - back
h	Election of a dimector
(j	Sale of the undertaking of a company
(i	Criving loans an grandmittee on security.
141-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	and still parts is pointed by place and and a state
	Appointment of scrutinizer:
1	The BOD shall appoint one satisficer, who is not in employment
	of the company and who in the opinion of the board can conduct
	the postal Ballot voting process in a fair and transparent manner.
2)	The scrutinizer shall be willing to be appointed and be available for
13 Jalani	the purpose of ciscentaining the nequisite majority.
mil cond	
	Public adventisement:
	An advertisement shall be published at least once in a vernacedar
	and English newpaper having disputched the ballat paper and
	spocyfying therein, inter alia, the following matter, namely :-
्य) a statement to the effect that the business is to be transacted
	by postel bullot which includes voting by electronic means;
) the date of completion of disputch of notice;
) the date of commencement of voting;
) the statement that any postal ballot received from the member
e	beyond the said date will not be valid and voting whether by
	post on by electronic means shall not be allowed beyond the
	said dute;
) a statement to the effect that members, who have not neceived
	postal ballot forms mery apply to the company and obtain a
	drupticate thereof; and
	California and a state of the s

DATE / / PAGE NO 3) Contract details of the person nesponsible to address the griever connected with the voting by posted ballot including voting by electronic means NOTE-4 Report of scriptinizen: 1) The scontitinizer shall submit his report as soon as possible after the last date of neceipt of postul ballots but not later than seven (7) days thereof . 2) The cissent on dissent neceived after 30 days from the date of issue of notice shall be treated as if neply from the member has not been neceived. 3) The nessels shall be declared by placing it along with the simulinizer, report on the website of the company. Cinculation of member's resolution: (A Sec - 112 I. Propose: - while the board enjoys the primary in setting the igender of the meetings, the members are given a night to mesalection for Pristic advertica consideration at the GM. II. Eligible member to do negrisition for circulation of nesolution: Company with share capital without share capital i.e. limited by concentre Members having minimum - members - 10 % - having minimum - Paid up capital - 10% - voting power (based on cimpent generanted). Scanned by PDF Scanne

	DATE / / PAGE NO
Π.	Pore - orequisition:
1 int	The pre-requisition for a valid requisition are as zinden:
ci)	mass be made in writing and signed,
	It must be deposited at the negistered office of the company,
	the same is to be deposited not less than two weeks (14 days)
	before the meeting,
0	A sam neasonably sufficient to meet the company's expenses
	in giving effects to proposing the resolution is deposited.
	and the control the state is a children and the second of the
TU.	Debcomment:
1) (I	company on any aggrieved person may lodge application to ca
1 sector	against nequisitionist if he is abusing night and and .
2)	The company shall not bound to cinculate any statement, if
	on the application car, by ander, declares that the nights
	conferred are being abused to secure needless publicity for
	defamatony matter.
3	An order made many also direct that the cost incurred by
	the company shall be paid to the company by the requisitionist,
12 72	notwithstanding that they are not parties to the application.
-	
500-115	Resolutions requiring special Notice: (B) (common with ch-10)
I.	Cases requiring special Notice:
q	Resolution for appointment of an auditors other than retiring
	chaditar at an Aam. (sec-140(4))
b	Resolution at an AGM to provide that a netining addition
	shall not be ne-cippointed (sec-140).
c)	Resolution to remove a director before any the expiry of
	his penied of office. (sec-169(2))
d) Resolution to appoint another director in place of the removed
	dinecton (sec-169(5))
J.	Time-limit:
	Notice shall be sent by members to the company not earlier
	than 3 months but at loast 14 days before the date of
	meeting at which the resolution is to be moved.
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		1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1					
TII.	Voting Power:	in to	the company share				
	Noting Powen: A special notice negatined	to be given bu	szich nember of				
	A special notice nequined to be given and by such number of signed, either individually on collectively by such number of members holding not less than I'', of takal voting power on						
	of not less the						
Commence as	members holding not less than 1% of not less than holding shares on which an aggregate sum of not less than						
	holding sheves on which an aggregate same 5.00,000 nappees has been paid up on the date of the notice						
	A REAL AND A LAND A REAL AND A RE						
TV.	IV. Notice to members:						
1)	i he necept of site hutle g						
	its members natice of the resolution a new						
in strate of	Ill - marking and a second log of the						
2)	2) 1) have it is not providicable to give the notice, the state shall						
	be published in English and vennarellan newspreper and shall						
24.09	also be posted on the website of company.						
ites from which	Concorrect cime being allo and the reciproce seallers and the						
500-116	Resolution and Adjournment of Meeting (B)						
and the	second smalle many also diment that the cash incert all						
	I. Provision:						
	- where a resolution is passed at an adjourned meeting of a						
	company, the resolution shall be treated as passed on the day.						
	it was actually passed and not on any cuntien date.						
π	I. Example:						
	Spark co. Hd. was to pass 5 resolution at Aary to be done on 718123. After passing 3 resolution due to some reason, Aary was						
ment a	idjourned to 12/8/23 & nes	I mache l'an a some	necision, Acry was				
	Resolution number						
an were		Valia room					
	2 (1819	7/8/23					
La la cara da	3		i Production				
	4) productions				
	5	17					
			1 2 12 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1				
realizada	The state finite						
3.	The state and and all the tot all and and and						
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	DATE / / PAGE NO
Ш.	Applicability:
	Member at areneral Meeting
b)	Member of class Meeting
()	Boxund Meeting.
Sec-117	Filing of Resolution: (3)
1)	Lodge Form MCT-4 to ROC by company by emering explanatory
	and low being special prisiness.
2)	(Imelimit:
-	within so days of pussing of Resolution.
3.	Payment of fees prescribed in companies [Registration and fees]
	K21105, 2014,
4)	The copy of every resolution which has the effect of altering the
CTANKS -	cirticles shall be embodied in or annexed to every copy of the
	conticles issued after passing of the resolution.
5)	Resolution to be filed: Eleurn By Heart
i	Special Resolution 2115 174,
ii)	Resolutions which have been agreed to by all the members of
	el company,
- iii)	Any resolutions of the BOD or agreement executed relating
	to the appointment, or - appointment on orenecoal of the MD.
iv	Resolutions requising a company to be wound up volunturily.
~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~	Any other resolution placed in the public domain (coebsite).
6	Nie las:
Decents	Minzutes: (A)
a	Porovision:
	Minutes is a fair & connect summary of proceedings that
	took pluce in meeting.
-	A distinct (Sepanate) minutes books shall be for each i.e.
	- GM
	- (nediton's meetings
	- Board meetings
	- commitee meetings of directans
	[Ex: Audit commitee meeting]
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	Ocamied by 1 D1 Ocamie

DATE / / PAGE NO - To observe secretarial standards issued by ICSI with nespect to meetings & minutes. B. Contents: ;) Any type of appointments done. ii) The matter to be included on excluded shall be at absolute discretion of chairman. iii) chairman may exclude some matters from minutes if in his opinion seich matter is: - immuterial con harmful - Detrimental to interest of company on - Defermatory (something which decreases fime of someone) C. Signing: i) Each page shall be initicalled (short sign) an signed by chairman. ii) Last page shall be signed by chainman. iii) Minutes shall be signed within 30 days of conclusion of meeting. iv) Bound meeting: Is chairman of Board meeting alive on able? . Yes No chainman of same chairman of szicceeding Bound meeting . Bound meeting 5) General meeting Is chainman of an alive on able? Yes . No chairman of same - BOD to convene a Barend meeting General meeting - Bop to creethanise in BM a dispectar - Such direction to sign minutes of any.

D. Preservation: - Minutes and poreserved permanently - Minutes are preserved at registered office of company. - Minutes and preserved in cristody of: - (s of company on - Directon duly authonized by BOD. (B) Sec-119 Inspection of Minute: 1) The book containing the minutes of the proceedings of any CAM OF a company shall -Be open for inspection, druring brisiness hours, by any member, without charge, subject to such newsonable nest niction as specified in the ADA, Howeven, at least 2 hours in each business day shall be allowed for inspection. 2) Any member shall be entitled to be Furnished, within 7 days after he has made a neguest and on payment of such fees with a copy of any minutes. 3) changes: Minutes demanded in Soft Copy Hand Copy i.e. in electrionic farm i.e. print aret - its puid service Is minutes related to immedicitely preceding 3 F.Y. - purpment us per ADA - Mapai. JID / page 6 Yes -NO fince of change

1	DATE / / PAGE NO
4)	In the case of any such refusal on default, the Tribunal may by order, direct an immediate inspection of the minute-backs
	by order direct an immediate inspection be sent to on direct that the copy required shall forthwith be sent to
	the penson negationing it.
	If cmy inspection refused by the company to the member, or
~	if the copy is not turnished within a officer of the compuny shall be liable to a penalty and every officer of the compuny
~	A A A A A A A A A A A A A A A A A A A
	who is in defuelt shall be licible to a p
<u>Sec-88</u> *	Registens: (B)
	Panaulcian "
+nomben.	Every company to maintain a negister of its:
	- Nembers [shureholdens]
Contraction 14	- Debentzure holders
	- Other searinity holders
::)	Format:
	form MGT-2 = Register of members
	form MGT-2 = Register of debentizure holders & other security holders
(iii)	Place:
	At negistered office of company
	Company may keep by pussing special resolution at any other place:
	- which is in some city / town / village where registrar
and the second	
	where minimum 1/10th of member neside.
	Cohere miniman 10 of member neside.
	Entities:
	o be donc in register within 7 days
A REAL PROPERTY AND A REAL	nom the date which BOD an committee of BOD
- 0	pproves cillotment of transfer.
10. 10	
300 300	

DATE / / PAGE NO v) Arthentication of Entries: - It is done by : cs of company con, Any athen penson who is authonised by BOD. - when any other person is circulteriticating entries in negister then the date of board nesolation anthonising him shall also be mentioned. vi) Nature of offence: - offence with mespect to megistered is a compoundable offence i.e. a request may be made to cruthonity to reduce amount of fine. Vii) Prosenvation: - Register of members to be preserved permanently. - Register of debentrure holder & other security holders for a period of 8 years from dute of redemption. - Same provision apply to Index. - Register to be preserved in existedy of cs of company OR Any other person, who is crethanised by BOD. to share there from an and A * Fancign Registens I) Provision: - If a company issue share capital on dependence on other Secrutifies outside India. - company may maintain register with respect to shareholders ! debentrure holdens (ather secrurity holden nesiding orutside India. * Logic: Spank co. Ltd. issues copuity in India & Japan. It is optional to maintain foneign negister in Japan Maintain in Entry of S.H. format (Brincipal) Register -> India -> India + Japan -> MGT-1 forreign Register -> Japan -> Japan -> Japan -> Mar: ->

	DAIL
	a contraction of car
ii`	
	- opening OR
The second second	
hardheard	- change OR Of torreight
	Instanting
(:::)	foneign negister is always maintained in addition to Indian Register
	known as principal negister.
	known as principal negister.
	Format:
	The man I - Register of memoers
	form Mart-2 = Register of debentione holder & other security holder
	Registers of depositions holders is allely according to Home fail
V)	The foncign negister shall be maintained in same mennen cis principal
	segister.
	· Equisitor to be preserved in esistate of encury co
vi)	A foreign register shall be open to inspection and mery be closed
	and extracts may be taken thereform and copies thereof may be
	required, except that the advertisement before aloging the
5	ball be insented in at least 2 newspaper cinculating in the place
	and topping specifien is least former
1ºsito	here a forming mainly in the
vii) W	there a fameion register is used t
1 protor en	there a foreign register is kept by a company the decision of the
0	egister shall be binding.
VIII	D on its duly constituted compiltan and
12 Jon OBOT	an its duly constituted comittee approves the altotment on
CALCULATION OF THE OWNER OF THE OWNER OF	and and methods and it
to ma	y be the case
E-TOI	a com anograf + voitaret dans votrant .
IX	Din 15 and and and many many in
chal	I transmit a copy of such entry to its negistered office
5101	interestered office
11	Indici.
and the second se	

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(X	Eveny druplicate negister shall, for all the propose of this act, be deemed to be part of the principal negister.
Sec- 91	Power of company to close register on book closer peniod on book closer date on record date
J.	Buipose:
1-1	In order to enable company to decide the member, who are entitled to company benefit such as Bonus, Rights, Dividend etc.
IJ.	Peniod :
	At a time = Maximum 30 days
	In EY Maximum 45 days
Π.	A company closing the register shall give at least 7 days previous
	notice by advertisement at least once in a vernacular and English newspaper and publish the notice on the website
Į.	The private companies have been exempted from issing public notice
	in newspapens, provided it issues 7 days' notice to its members
30.05	before effecting closure of the riegister.
V.	If the negister is closed without giving the notice on after giving a shorter notice on for a continuous period on an aggregate period in excess of the limit specified the company and every officer of the company who is in default shall be liable to a penalty the offence
	is a compoundable offence.
ŢŢ	. The offence is a compoundable offence.
Sec-92	Anneud Roteinn (A)
I	. Concept :
-	A return - document disclosing information with respect to co. - filed by company to ROC
100 - 14 -	en annual basis - showing status as on 31/3
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AGM done in time us per sec- 96)? T. Timelimit ! NO. Yes. Amizical netern ladge to Roc Ammil noturn lalgo to within 30 days of date sigto. Roc within 30 days of which AGM ought to have been conclusion of ACM. held + show nearson for delay in Acry I. Content [Lewm By Hecuit]: a) its registered office, principal business activities, particulars of its holding, subsidiary and associate company; b) its shares, depentaine and shareholding pattern; a) its members and dependence - holders along with changes since the close of the previous financial year; c) its promoters, directors, KMP clong with changes; f) meetings along with attendance detuils; 3) nemenaucetion of directors and KMP; h) Panalty on prinishment imposed and datuils of compounding of offence and appeals made: i) detuils, in respect of shares held by fireign institutioncel investors; K) Such other melters as mery be prescribed. Signing : T. Company Opc on small athen company Company Do company has as Cin Do company has as (in employment) omployment)? Yes NO Yes NO CS Director Director + CS Director + Braticing G Scanned by PDF Scanne

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abile	7	Annual Return	11	· ·	2	1-2
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141	- Benefi	cial owner = Inves	stan		D in Star	- Heat
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DATE / / PAGE NO - Depositony is a place where demat ALC is opened such as: · National Securities Depositany Ltd. [NSD] · Contral Depository Services Ltd. [CDSI] · Contral Depository Services the agent of depository acting to Depository Participant [DP] is an agent of depository acting to Serve investors such as Angel Broking, Roligane etc. - Investor opens clement Aic in depository vice depository participand - Depository will enter name of investor in negister of beneficial ownen. - Investor's name is removed from register of member meintuin by company & name of depositony is entened. · Registered owner = Depository & - Beneficial owner = Investor [SH] company Benefit Depositony Cneelit Investor Benefit in demod AIC - Transfer will take place online in need time online busis on stock exchange. LE 13. 1961 No nisk of delay in transfer. - NO misk of loss, theft, etc. -> The whole system of depository is driven by The Depository Act - 1996 (Not in CA course) i blad ad mos samels * Case study of Section - (89): 10 mil 100 mil 10 -> Gins opens a demat ALC in NSPL via Religance. Gins bring equity shares of TATA in demast farm. (NSDL) Ginis Registen Beneficial ownen owner Intimatio in (1) Intimation in form MGT-4 Farm Mat-S TATA Reparting / Relevant co. Return in + fees Form MCT-6 Registen of Company

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5ec- 89	Declanation in nespect of beneficial interest in any share
	A person whose name is entered in the negister us the holder of shares but who does not hold the beneficial interest in shares shall file with the company, a declaration to that effect in form MGT-4 within a period of 30 days. 60
2.	Every person who holds a benchicial interest in share of a company shall make a declaration to the company in form Mat 5, within 30 days.
1.1.1.1.1.1.	Where any change accours in the beneficial interest then, within 30 days of such change a declaration is to be made to the company in form MGT-4 and form MGT-5 by register owner and beneficial owner respectively.
	Where a declaration is not filed by the beneficial oconer, then any night with nespect to such shares shall not be enfonceable by the beneficial owner.
5.	Where any declaration is made to a company, the company shall make a note of such declaration in the register and shall file, within 30 elays from the date of receipt of declaration, a return in Form Mar-6 with the Roc with fee
6.	Maituel Fund as venture cupital fund as such other fund as may be approved by SEBJ need not file the declarations as envisaged (legally required).
7.	Section - 39 shall not cipply to a government company which has not committed a default in filing its financial statements under section - 137 an annual notann under section - 92 with the negistran.
	Like and a state of the second s

DATE / / PAGE NO Case-study of SBO Esignificant Beneficial owner] Sec- 90 n. W. Sec-89 @ Avi opens his demad AK in NSDL. Avi brings 15%. E.S. of Avi 15% STATA @ Adi opens a HUF & Adi is Kanta. HUF bring opens demat. All is 5 HOF NSPL. HUF brys 15% E.S. of TATA, Adi (3) Pizzish incorponated P. compuny Pizzish holds 6001- E.S. of P. compuny. P company opens demat AIC in NSPL. P company brings 15% Ess of TATA Pizzesh 60% > P compuny 15% > TATA all. me i vi @ Ilesh incomparted I company. Ilesh holds 134, 5.5. of I company I company opens demait Alt in NSPL - I company bring 15% E.S. of TATA. Ilesh 15% & I company 15% > TATA . Lassuming no member holds > 50 %. stare capital in I company) (5) Ninjeer incorporded N' company. Ninger holds cor. E.S. of N' company N company opens demand Alc in NSPL. N' company bury 5 7% E.S. of TATA. Nizycen 60% SN company 7% STATA SBO SBO Adi Kurta Piyush 3001-HUF 9.00. TIES Mar-S TATA "NOT SBE MGT controlling powerful BO Reporting 0. N.CO. BO upclate register Ro SBO in form BEN - 2 Nivian Non · Powenful · controlling CI BO.

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	any of the tollowing chitemut	in his don in	divideral name
	a) holds share in reporting the	11	
	TORI	- C reconti	ng company & L
	b) hous bemeficial interest in sha	nes of siepeus	Forman MCT C
	made declaration to reportin	g company in	101100 1141-5
			M. C. P. M. J.
->	when an individual holds any s	lights on entitle	ment directly in
	reparting company then such in	dividencel Shall no	of be considered us
	significant beneficial coner	Hart no ple	wichti aboth
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(v)	Indistect Shuncholding !		
	When a individual holds :		
	- Majarity Stuke in body corpora		
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	Partner, if partnership firm a		
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-	Eveny individual color is similar	uent)	the struct
	Every individual, who is significant	nt beneficial a	when (SBO) in
		nemena	Cala Cl
	declaration to reporting company	my in form	BED) - 7 [Pomoloice]
	within go days from commence	ment of	
		or stude	°S.

	Reporting company to file declanation to Roc within 30 days
222	in form BEN-3
	and and and in and the stand of the second of the
	Subsequent Disclosure (Impartant)
	Any individual , who subsequently becomes soo in meparting co.
	on whose significant beneficial amongship employees any change
5610	such person to file a declaration to reporting company within
	30 days of change on acquisition in from BEN-1.
	Reparting company to file declanation to . Roc within 30 days
2.01	in form BEN-2.
	I solar a la point a midlion comple all duar habele
c)	Notice to prospective (likely) SBO :
	Notice by :- Registered compring in form BEN-4:
1.000	Requising to file declaration in form BEN-2-
	By following type of pensons who is yet not negistered as
	5BO with negister company but negister company knows on has
	reasonable cause to believe:
-	- to be a SBO
	- to be having knowledge of indentity of 5130
	- to have been a SBO of the company at any time during 3
	immedicately proceeding years from date of notice.
10-101-3-	infinited and grant (hold) actual at paideoroom
¥	Registmen: Registen:
<u> </u>	Every compuny shall maintain a register of SBO in form BEN-3.
	> shall be open for inspection during business hours, cut such
	necesanciale time of not less than 2 hours on every coarking
	day us the board mary decide, by any member of the company
	on payment of such fee is may be specified by the company
	but not exceeding 50 2 for each inspection.
- CUMPT	but not exceeding 30 2 the entry may comp
	Aplication to Tonibrinal [Section - 90(7)]
*	Holicection to isnocritice iscours sector
	- The company shall,
	a) where that person fails to give the company the information
	nequined by,

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		satisfuctory.
a state	6) where the information given is not	of 19 days of the a
- 1	6) when the information given is man	in onder direction
	of the penial specified in the notice, the the shares in question be subject to	pare divident.
en che rate	to transfer suspension of the night at suspension of voting nights in nelation	All and the second of
	and the second and and the second and the second se	
	attached with the shares in greation	n
	attached with the shares within a per	iod of 60 days of receipi
	· [solicitation]	by the allot of the
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	ate of szich ander.	sec with negation
d	if no such application has been filed a	atthin a period of I year
	no such application has deen nice	es strill be transferred
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t	the circithanity.	to have been a
		hive SBO in Form BEN-4
* Ro	eponting co. to serve notice to prospec-	1
200	equesting to lodge (filed) form BEN-	* Forgistorion : Regis
L.E. 1938 1913	Did 5BO lodge Form BEN-1 within	so clays of nonce.
52100	a manertion downing bersinges hours to	
pression	Mes as and a mil and tas la	
provint Di	d many decide by any many to	
Company to	lodge within 25'd	tays from expiry of 30 day
Farm BEN-2	to ROC of notice; R	co com todge cuse aguinsi
2	SBO in NCL	T properesting to puss a
co. to update	negisten Restriction	
of spo in f	Form BEAL-3	and recomment.
	Nelt will c	onduct hearing to will puss
		Or mi parisone
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	mid sen la	dge FB-1 within 1 year of R
SBOLRCO to	file agginievance Did 580 los	age FIS-1 within I set
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	Did SBO lodge form BEN-2 within 2 years of RO?
	NO -> Trumsfer share of Driveston SBO to cruthonity - (Education & Constituted 2115 (25) (Drotection [ch-8] (E) 2md
*	Non - Applicability:
	The Rules will not be capplicable where the shares of the Relevant company and held by:
(6)	the investor Education and Protection Fund Authority; the government (s) on any local authority; an entity controlled by the government (s);
	investment vehicles such as mutual funds, alternative investment funds (AIFS) registered with and regrulated by the SEBT ;
	Dinvestment vehicles negrilated by RBI and IRDAT.) government company which has not committed a definit in filing its financial statement 2115 (37) an annual neturn 2115 (92) with ROC.