

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 29TH ANNUAL GENERAL MEETING OF PURANIK BUILDERS LIMITED WILL BE HELD ON THURSDAY, 26TH SEPTEMBER, 2019 AT 03.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PURANIK ONE, NEAR KANCHANPUSHPA COMPLEX, OPP SURAJ WATER PARK, KAVESAR, GHODBUNDER ROAD, THANE WEST, THANE-400615 TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business:

1. To receive, consider and adopt the audited Balance sheet, Statement of profit and loss and Cash flow statement along with Directors' Report and auditors report for the year ended 31st March, 2019.
2. To declare Dividend@ 5% on Equity Shares for the financial year 2018-2019.
3. To declare Dividend@ 5% on Preference Shares for the financial year 2018-2019.
4. To appoint a Director in place of Mr. Nilesh Ravindra Puranik (DIN - 00098105), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:-

5. **Issue of loan, guarantee and security to entities in which Director are interested as per provisions of section 185 of the Companies Act, 2013**

“RESOLVED THAT pursuant to the provisions of section 185 and all other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), and Rules framed there under, consent of the members be and is hereby accorded to grant/advance any loan(s) including any loan represented by a book debt and/or to give any guarantee(s), and/or to provide any security(ies) in connection with any loan taken/to be taken by any person in whom any Director of a company is interested as specified in explanation provided to section 185 (2), upto an aggregate outstanding amount not exceeding Rs. 100,00,00,000/- (Rupees One Hundred Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”) be and is hereby authorised to negotiate, finalise and agree the terms and conditions of the aforesaid loans/guarantee/security, and to take all necessary steps to execute all such documents, instruments and writings and to do such acts, deeds and things incidental and expedient thereto.”

All members are requested to kindly attend the schedule meeting.

FOR PURANIK BUILDERS LIMITED

RITU ANANDH BAHETI
COMPANY SECRETARY

Membership No:23700

Address: 2206, Rosabella, Opp. Suraj Water Park
Waghbill Thane 400615 Maharashtra India

Place: Thane

Date: 04/09/2019

REGISTERED OFFICE:

Puranik One, Near Kanchanpushpa Complex,
Opp. Suraj Water Park, Kavesar, Ghodbunder Road,
Thane (West)- 400615
Tel.: (+91 22) 2598 8888
Email Id: cs@puraniks.in
Website: www.puranikbuilders.com

NOTES:

1. **A member entitled to attend and vote at the meetings is entitled to appoint a proxy or proxies to attend and vote on a poll only, instead of himself and a proxy so appointed need not be a member of the company.** The proxy in order to be effective, must be deposited at the registered office of the company not less than 48 hours before the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution / power of attorney authorising their representative to attend and vote on their behalf at the meeting.
4. Members are requested to bring the Attendance Slip duly filled in and hand over the same at the entrance of the meeting hall. The Attendance Slip is annexed as Annexure A.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING OF PURANIK BUILDERS LIMITED TO BE HELD ON THURSDAY, 26TH SEPTEMBER, 2019 AT 03.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PURANIK ONE, NEAR KANCHANPUSHPA COMPLEX, OPP SURAJ WATER PARK, KAVESAR, GHODBUNDER ROAD, THANE WEST, THANE-400615

The Company may be required to make loan(s) and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken or to be taken by any person in whom any of the director(s) are interested as per the explanation to section 185(2) of the Act.

As per the erstwhile provisions of section 185 of the Companies Act, 2013, no company could directly or indirectly, advance any loans to any of its directors or to any other person in whom the director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person.

However, in light of the amendments notified effective May 7, 2018, inter-alia replacing the provisions of Section 185 of the Companies Act, 2013, the Company with the approval of the members by way of special resolution, would be in a position to provide financial assistance by way of loan to any person/entities in whom any of the director of the company is interested or give guarantee or provide security in respect of loans taken by such entities for their principal business activities.

Hence, in order to enable the company to advance loan and/or issue guarantee and/or provide security to persons/entities in which director is interested as per the provisions of section 185 of the Companies Act, 2013, approval of the members by way of a special resolution is required.

Keeping in view of the above same, the Company proposes to give loan, guarantee or security to its holding, subsidiaries/joint ventures/ associates/ other companies/firms or entities in which director is interested upto an aggregate outstanding amount not exceeding Rs. 1,00,00,00,000/- (Rupees One hundred Crores only) subject to the approval of the members in the subsequent Annual general meeting of the company.

The Board of Directors recommends the special resolution for approval of members. All the Directors are concerned or interested in the aforesaid resolution, financially or otherwise.

Encl. - Road Map with Land Mark



Annexure A
Attendance Slip

PURANIK BUILDERS LIMITED

Regd. Office: Puranik One, Near Kanchanpushpa Complex, Opp. Suraj Water Park, Kavesar,
Ghodbunder Road, Thane West Thane - 400615

[CIN: U99999MH1990PLC056451]

Name of the Member	
Address of the Member	
No. of shares Held	

I hereby record my presence at Annual General Meeting of Puranik Builders Limited held on
Thursday, September 26, 2019 At 03.30 P.M. at Puranik One, Near Kanchanpushpa Complex,
Opp. Suraj Water Park, Kavesar, Ghodbunder Road, Thane - 400615

Form No. MGT-11
PROXY FORM

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the
Companies (Management and Administration) Rules, 2014]*

PURANIK BUILDERS LIMITED

**REGD. OFFICE: Puranik One, Near Kanchanpushpa Complex, Opp Suraj Water Park,
Kavesar, Ghodbunder Road, Thane West - 400615
[CIN:U99999MH1990PLC056451]**

Name of the member(s): _____

Registered address: _____

E-mail Id: _____

Folio No/ Client Id: _____

DP ID: _____

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

1. Name:

Address: _____

E-mail Id:

Signature: _____, or failing him

2. Name:

Address: _____

E-mail Id:

Signature: _____, or failing him

3. Name:

Address: _____

E-mail Id:

Signature: _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual
General meeting of the Company, to be held on Thursday, September 26, 2019 at 03.30 P.M. at
the Registered office of the Company Situated at Puranik One, Near Kanchanpushpa Complex,
Opp. Suraj Water Park, Kavesar, Ghodbunder Road, Thane West Thane-400615 and at any
adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. To receive, consider and adopt the Audited Financial statements of the Company for the
year ended 31st March, 2019 together with the Auditors' and Directors' report thereon.
2. To declare Dividend@ 5% on Equity Shares for the financial year 2018-2019.
3. To declare Dividend@ 5% on Preference Shares for the financial year 2018-2019.
4. To appoint a Director in place of Mr. Nilesh Ravindra Puranik (DIN - 00098105), who
retires by rotation and being eligible, offers himself for re-appointment.
5. Issue of loan, guarantee and security to entities in which Director are interested as per
provisions of section 185 of the Companies Act, 2013.

Signed this ___ day of _____ 2019

Signature of shareholder

Affix H1/-

Signature of Proxy holder(s)

Note:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. A Proxy need not be a member of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
4. The form of Proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.