

# PERMALI WALLACE PRIVATE LIMITED

REGISTERED OFFICE: OPPOSITE RBI, HOSHANGABAD ROAD, BHOPAL - 462011 INDIA

TEL: +91-755-2550085, 2550508, 2555633, 4049100

FAX: +91-755-2550504

E-mail: info@permaliwallace.com, contact@permaliwallace.com Website: www.permaliwallace.com

GSTIN-23AABCP7557R1ZR



CIN: U02001MP1961PTC000927

## NOTICE

Dated: 31<sup>st</sup>, August 2021

To  
The Preference Share Holders  
Permal Wallace Private Limited

**NOTICE** is hereby given that the **MEETING OF PREFERENCE SHAREHOLDERS OF PERMALI WALLACE PRIVATE LIMITED** will be held at the Registered Office of the Company at Hoshangabad Road, Bhopal-462011 on Monday, the 27<sup>th</sup> September, 2021 at 11.00 p.m. to transact the following business:

### **Special Business**

#### **Modification in term of issue of Preference Shares and Capital Clause of Memorandum of association of the Company.**

To consider and if thought fit, to pass with or without modification, the following resolution as an Special Resolution;

**“RESOLVED THAT** in accordance with the applicable provisions of the Memorandum and Articles of Association of the Company and pursuant to the provisions of Companies Act, (as amended or re-enacted from time to time) and rules made there under, Subject to the approval of Equity Share holders of the Company, the consent of the Preference Shareholders of the Company be and is hereby accorded to modify the term of 8% Cumulative Redeemable Preference Shares passed by the Board of Directors of the Company through resolution dated 16.02.2015 & 22.07.2015 and passed by the Equity Shareholders of the Company through resolution dated 25.03.2015 & 31.08.2015 from “8% Cumulative Redeemable Preference Shares” to 8% “Non-Cumulative Redeemable Preference Shares” and be read as **“8% Non-Cumulative Redeemable Preference Shares”** and the word “cumulative” be read as non-cumulative” wherever appears in the said resolutions from Financial year 2021-22;

**“FURTHER RESOLVED THAT** except the above term, all other terms and condition in the resolution dated 16.02.2015 & 22.07.2015 passed by the Board of Directors of the Company and resolution dated 25.03.2015 & 31.08.2015 passed by the Equity Share holders of the Company will remain unchanged.”



**ALL CORRESPONDENCE TO BE ADDRESSED TO BHOPAL OFFICE**

**BRANCH: # 43 Nariman Bhavan, 4th Floor, 227 Nariman Point, Mumbai - 400 021 INDIA, Phone: +91-22-22045076/77/78**

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**"FUTHER RESOLVED THAT** as per the the provisions of section 13, 61 and other applicable section if any, of the Companies Act, 2013 (as amended or re-enacted from time to time), the consent of the Preference Share holders be and is hereby accorded to modify capital clause of the Memorandum of Association of the Company suitably.

**"FUTHER RESOLVED THAT** Shri Mahesh Vithaldas, Chairman & Whole Time Director(DIN-00013014) and/or Shri Kunal Subhash Subhash Merchant, Whole Time Director (DIN-00013604) of the Company be and is hereby authorized to do all acts, deed and things to implements aforesaid resolution.

BY Order of the Board of Directors  
FOR PERMALI WALLACE PRIVATE LIMITED

Place: Bhopal  
Dated: 31.08.2021

  
(SANJAY SHARMA)  
COMPANY SECRETARY  
M.No.: ACS 19554  
Hoshababad Road, Bhopal  
M. No.: 8815219159

## NOTES:

1. A member entitled to attend and vote at the Meeting is entitled to appoint any other member as a proxy to attend and vote instead of himself/herself. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. Proxy Form and attendance slip is enclosed herewith this notice.
3. No explanatory statement concerning the above resolutions as required is appended to this notice in terms of Article 02 of the Company's Articles of Association.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members/proxies/authorized representative are requested to bring the duly filled attendance slip along with their copy of Annual Report to the Meeting.



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Wallace**

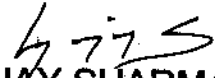
CIN: U02001MP1961PTC000927

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6. Relevant documents/statements referred to in the accompanying Notice and the relevant registers are open for inspection by the members at the Registered Office of the Company on all working days, (except Sundays & public Holidays) during business hours up to the date of the Meeting.
7. Route-map to the venue of the Meeting is provided of the end of the Notice.
8. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged of
9. any time during the business hours of the Company. Provided that not less than three days of notice in writing is given to the Company.
10. Members can avail of the nomination facility by filling form SH-13, as prescribed under Section 72 of the Companies Act-2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with Company. Blank forms will be supplied on request.
11. As per the Provisions of the Companies Act 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder.
12. Members may also note that the notice of AGM will be available on the Company's website [www.permaliwallace.com](http://www.permaliwallace.com).

BY Order of the Board of Directors  
FOR PERMALI WALLACE PRIVATE LIMITED

Place: Bhopal  
Dated: 31.08.2021

  
(SANJAY SHARMA)  
COMPANY SECRETARY  
M.No.: ACS 19554  
Hoshababad Road, Bhopal  
M. No.: 8815219159



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BRANCH: #43 Nariman Bhavan, 4th Floor, 227 Nariman Point, Mumbai - 400 021 INDIA, Phone: +91-22-22045076/77/78

**PERMALI WALLACE PVT. LTD.**  
**CIN : U02001MP1961PTC000927**  
**Registered Office: Hoshangabad Road, Opp. RBI, Bhopal (M.P.)-462011**  
**Ph- 0755-2550085, Fax-0755-2550504**  
**E-mail- [info@permaliwallace.com](mailto:info@permaliwallace.com)**  
**Website-[www.permaliwallace.com](http://www.permaliwallace.com)**

**ATTENDANCE SLIP**

**Meeting of Preference Shareholders dated 27.09.2021**

<b>Folio No.</b>	
<b>Name of First named Member/Proxy/Authorized Representative</b>	
<b>Name of Joint Holder(s), if any</b>	
<b>No. of Share held</b>	

I/we certified that I/we am/are members(s)/proxy for the member(s) of the Company.

I hereby record my presence at the **MEETING** of the Preference Shareholder of Permal Wallace Private Limited held on Monday, the 27<sup>th</sup> September, 2021 at 11.00 a.m. at the Registered Office of the Company at Hoshangabad Road, Opp. RBI, Bhopal-462011.

Signature of first named holder / Proxy/Authorized Representative

Signature of 1<sup>st</sup> Joint holder

Signature of 2<sup>nd</sup> Joint Holder

- Note(s) –
1. Please sign this attendance slip and hand it over at the attendance verification counter at the meeting venue.
  2. Only Shareholders of the Company and/or their Proxy will be allowed to attend the meeting.

**PERMALI WALLACE PVT. LTD.  
CIN : U02001MP1961PTC000927**

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**PROXY FORM**

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

Name of the Member(s) ;

Registered Address :

E-mail ID :

Folio No. :

I/We being the member(s) of -----shares of the 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 Meeting of the Preference Shareholders of the Permali Wallace Private Limited, to be held on Monday, the 27<sup>th</sup> September, 2021, at 11.00 a.m. at the Registered Office of the Company at Hoshangabad Road, Opp. RBI, Bhopal-462011 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For	Against
<b>Special Business</b>			
1	Modification in term of issue of Preference Shares and Capital Clause of Memorandum of association of the Company.		

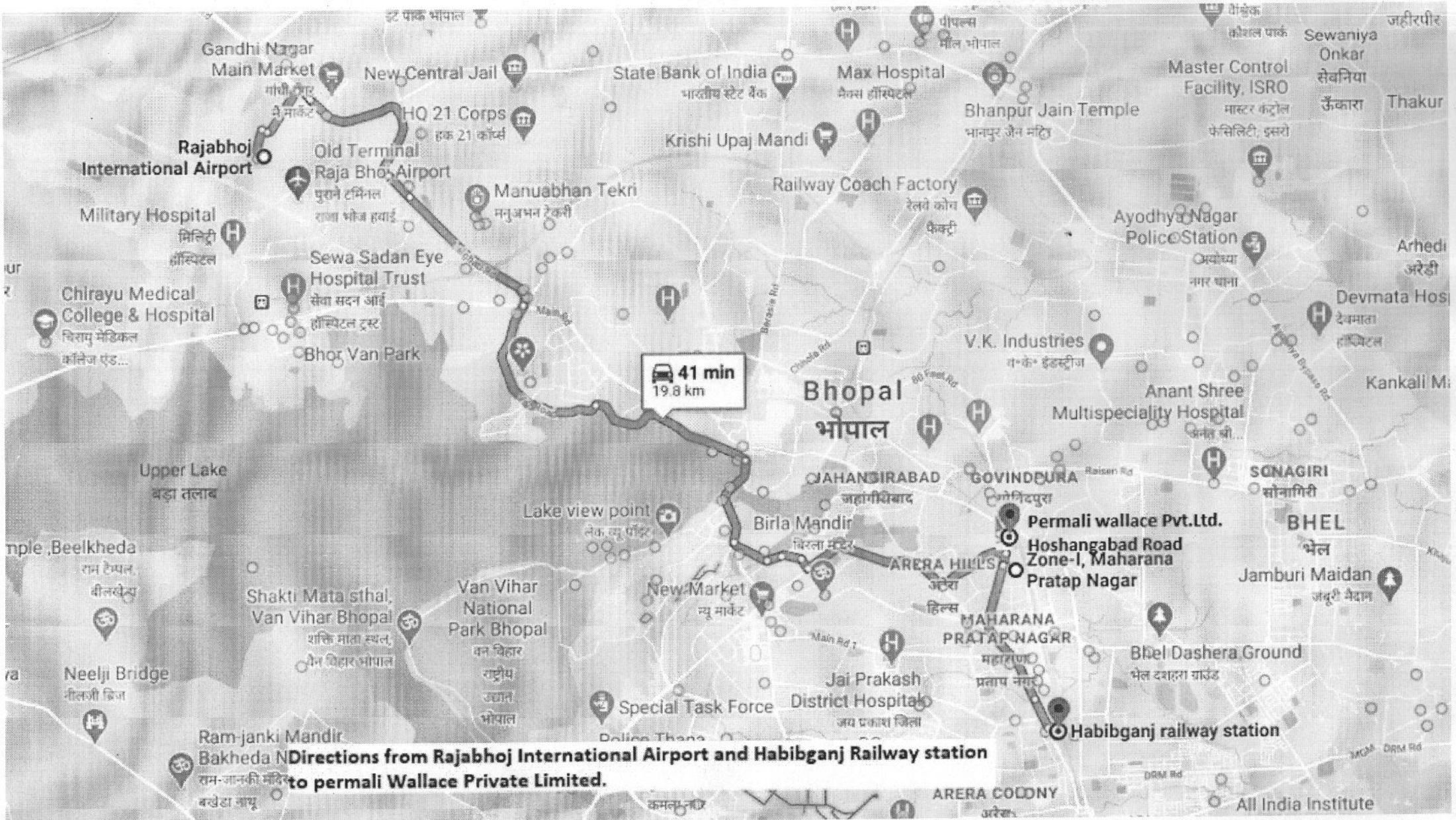
Signed this..... day of.....2020.

Affix a Revenue Stamp not less than Rs. 1/-

(Signature of first proxy holder) (Signature of second proxy holder) (Signature of third proxy holder)

**Notes:**

- (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) As per the Provisions of the Companies Act 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder.
- (3) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (4) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



**Directions from Rajabhoj International Airport and Habibganj Railway station to permali Wallace Private Limited.**

**41 min**  
19.8 km

**Bhopal**  
भोपाल

**Permal wallace Pvt.Ltd.**  
Hoshangabad Road  
Zone-I, Maharana  
Pratap Nagar

**BHEL**

**Habibganj railway station**

**Ram-janki Mandir**  
Bakheda  
राम-जानकी मंदिर  
बखेडा तामू

**Shakti Mata sthal,**  
Van Vihar Bhopal  
शक्ति माता स्थल,  
वन विहार भोपाल

**Van Vihar  
National  
Park Bhopal**  
वन विहार  
राष्ट्रीय  
उद्यान  
भोपाल

**New Market**  
न्यू मार्केट

**Jai Prakash  
District Hospital**  
जय प्रकाश जिला

**MAHARANA  
PRATAP NAGAR**  
महाराणा  
प्रताप नगर

**Bhel Dasher Ground**  
भेल दशाहना ग्राउंड

**Jamburi Maidan**  
जंबूरी मैदान

**ARERA COLONY**  
अरेरा

**All India Institute**