



SHORTER NOTICE

NOTICE IS HEREBY GIVEN THAT THE 01/2023-24 EXTRA ORDINARY GENERAL MEETING OF THE EQUITY SHAREHOLDERS (MEMBERS) OF BLACKSOIL CAPITAL PRIVATE LIMITED WILL BE HELD AS PER THE DETAILS MENTIONED BELOW:

Sr. No.	Particulars	Details
1.	Day	Monday
2.	Date	26 th February, 2024
3.	Time	04:00 p.m. (IST)
4.	Venue	1203, Lodha Supremus, Senapati Bapat Marg, Opp. World One Tower, Lower Parel (West), Mumbai-400013

To transaction following **SPECIAL** business:

1. APPROVAL FOR RE-CLASSIFICATION OF AUTHORISED SHARE CAPITAL OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 61 and all other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof) and the Memorandum and Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to reclassify the Authorised Share capital of the Company:

From				To			
Type	No. of Shares	Face Value (INR Rs.)	Amount (INR Rs.)	Type	No. of Shares	Face Value (INR Rs.)	Amount (INR Rs.)
Equity Share	6,67,50,000	10/-	66,75,00,000	Equity Share	6,37,50,000	10/-	63,75,00,000
Class A	32,50,000	10/-	3,25,00,000	Class A	32,50,000	10/-	3,25,00,000
-	-		-	Class A1 Equity Shares	20,00,000	10/-	2,00,00,000
Total	7,00,00,000		70,00,00,000	Class A2 Equity Shares	10,00,000	10/-	1,00,00,000
				Total	7,00,00,000		70,00,00,000

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, the existing Clause – V of the Memorandum of Association of the Company, be and is hereby substituted by the following new Clause – V. (a):

V. (a) The Authorised Share Capital of the Company is INR 70,00,00,000/- (Rupees Seventy Crore Only) divided into

- 6,37,50,000 (Six crore Thirty Seven Lakhs Fifty Thousand) Equity Shares of INR 10/- each (Indian Rupees Ten each).



2. 32,50,000 (Thirty Two Lakhs Fifty Thousand) Class A Equity Shares with differential right of INR 10/- each (Indian Rupees Ten each).
3. 20,00,000 (Twenty Lakhs) Class A1 Equity Shares of INR 10/- each (Indian Rupees Ten each)
4. 10,00,000 (Ten Lakhs) Class A2 Equity Shares of INR 10/- each (Indian Rupees Ten each)

RESOLVED FURTHER THAT Mr. Mohinder Pal Bansal, (DIN:01626343) Whole Time Director, Mr. Ankur Bansal, (DIN:03082396) Director of the Company and Ms. Hetal Pandya, Company Secretary of the Company, be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution including but not limited to signing and filing necessary forms with Registrar of Companies.”

FOR BLACKSOIL CAPITAL PRIVATE LIMITED

**ANKUR BANSAL
DIRECTOR
DIN: 03082396**

**DATE: FEBRUARY 23, 2024
PLACE: MUMBAI**



NOTES:

1. A MEMBER ENTITLED TO ATTEND, AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF SELF. Such a proxy need not be a member of the company. The enclosed proxy form should be deposited at the registered office of the company not less than 48 hours before the time fixed for commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/letters of authority, as applicable.
2. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
3. In case of joint holders attending the EGM, only such joint holder who is higher in the order of names will be entitled to vote.
4. Corporate Members intending to send their representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members/Proxies should fill the Attendance Slip sent herewith, for attending the Meeting and bring their Attendance Slips to the Meeting. Only registered members of the Company or their proxy(ies) may attend the EGM as provided under the provisions of the Act.
6. Alterations, if any, made in the Proxy Form(s), should be initialled by the member(s).
7. Members desirous of obtaining any information concerning the resolutions to be passed at the EGM are requested to address their queries to the Company by sending across an email at blacksoil.compliance@blacksoil.co.in until the date of the EGM, to enable the Company to collate and present the required information at the EGM, to the extent possible.
8. Pursuant to provisions of Secretarial Standard on General Meetings [SS-2] the Route Map, depicting the venue of the Meeting is enclosed as a part of this Notice.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF THE FOLLOWING ITEMS:

ITEM NO. 1: RE-CLASSIFICATION OF AUTHORISED SHARE CAPITAL OF THE COMPANY

The present Authorized Share Capital of the Company, at present, is INR 70,00,00,000/- (Rupees Seventy Crore Only) divided into 6,67,50,000 (Six Crore Sixty-Seven Lakhs Fifty Thousand Only) Equity Shares of INR 10/- (Rupees Ten Only) and 32,50,000 (Thirty Two Lakhs Fifty Thousand) Class A Equity Shares with Differential rights of INR 10/- (Rupees Ten) each.

The Board of Directors of the Company in its meeting held on 21st February, 2024 decided to make the following changes in the Capital Structure of the Company as the Company is proposing to segregate partly paid shares by reclassifying it under the different class.

Existing				Proposed			
Type	No. of Shares	Face Value (INR Rs.)	Amount (INR Rs.)	Type	No. of Shares	Face Value (INR Rs.)	Amount (INR Rs.)
Equity Share	6,67,50,000	10/-	66,75,00,000	Equity Share	6,37,50,000	10/-	63,75,00,000
Class A	32,50,000	10/-	3,25,00,000	Class A	32,50,000	10/-	3,25,00,000
-	-	-	-	Class A1 Equity Shares	20,00,000	10/-	2,00,00,000
Total	7,00,00,000		70,00,00,000	Class A2 Equity Shares	10,00,000	10/-	1,00,00,000
				Total	7,00,00,000		70,00,00,000

Accordingly, it is deemed appropriate to re-classify the existing Authorized Share Capital of the Company by making the above stated changes and for that purpose, the Memorandum of Association of the Company is proposed to be altered in the manner specified in resolution at Item no. 1 of the accompanied notice.

As per the provisions of Sections 13 of the Companies Act, 2013, a Company can alter the Share Capital clause V(a) of its Memorandum of Association with the consent of the Members. The Board of Directors recommends the passing of this Resolution by special resolution.

None of the Directors / key managerial persons of the Company or their relatives is interested, financially or otherwise, in the aforesaid resolution, except to the extent to their shareholding in the Company.

FOR BLACKSOIL CAPITAL PRIVATE LIMITED

ANKUR BANSAL DIRECTOR

DIN: 03082396

DATE: FEBRUARY 23, 2024

PLACE: MUMBAI



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]

CIN: **U67120MH1995PTC084946**

Name of the Company: **BLACKSOIL CAPITAL PRIVATE LIMITED**

Registered Office: 1203, Lodha Supremus, Senapati Bapat Marg, Opp. World One Tower, Lower Parel (West), Mumbai-400013.

Name of the Member(s):
Registered address:
E-mail Id:
Folio No. / Client Id:
DP ID:

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

Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him/her _____

Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him/her _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 01/2023-24 Extra Ordinary General Meeting of the Company, to be held on Monday, **26th February 2024 at 04:00 p.m. (IST)** at 1203, Lodha Supremus, Senapati Bapat Marg, Opp. World One Tower, Lower Parel (West), Mumbai-400013 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution(s) Number	Particulars of Resolution(s)
1	RE-CLASSIFICATION OF AUTHORISED SHARE CAPITAL OF THE COMPANY



Signed this _____ day of _____ 2024

Signature of Shareholder: _____

Signature of Proxy holder (s): _____

Affix revenue
stamp

Note: 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.

ATTENDANCE SLIP

01/2023-24 EXTRA ORDINARY GENERAL MEETING OF THE EQUITY SHAREHOLDERS (MEMBERS) OF BLACKSOIL CAPITAL PRIVATE LIMITED ON MONDAY, 26TH FEBRUARY, 2024 AT 04:00 P.M. (IST) AT 1203, LODHA SUPREMUS, SENAPATI BAPAT MARG, OPP. WORLD ONE TOWER, LOWER PAREL (WEST), MUMBAI-400013

Master Folio No	
*DP Id	
*Client Id/Regd. Folio No.	

**Applicable for members holding shares in electronic/dematerialized form*

I/We hereby record my/our presence at the 01/2023-24 Extra Ordinary General Meeting of the Members of Blacksoil Capital Private Limited at 04:00 P.M. (IST) at 1203, Lodha Supremus, Senapati Bapat Marg, Opp. World One Tower, Lower Parel (West), Mumbai-400013

NAME AND ADDRESS OF SHAREHOLDER: _____

NAME OF PROXYHOLDER: _____

NO. OF SHARES HELD: _____

SIGNATURE: _____

Notes:

1. Only Member/Proxy holder can attend the Meeting.
2. Please complete the Folio No. and name of the Member/Proxy holder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.



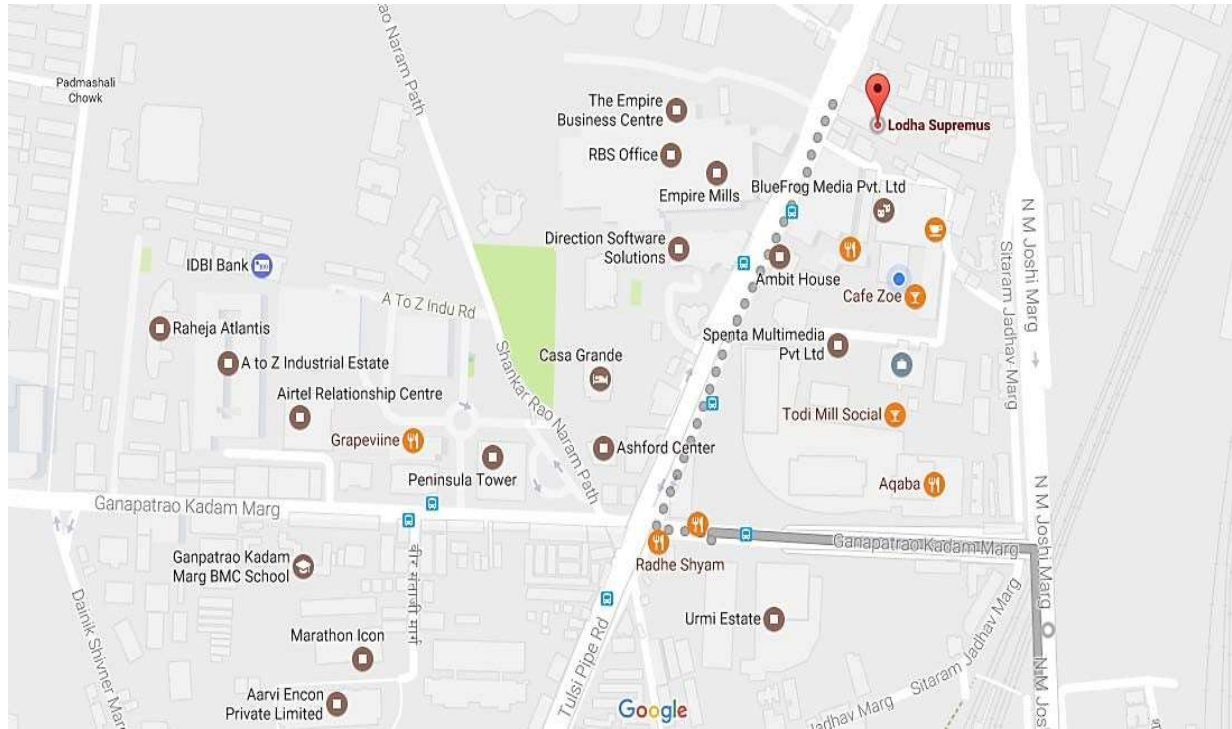
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ROUTE MAP OF THE VENUE OF THE MEETING

Venue for the meeting:

**1203, Lodha Supremus, Senapati Bapat Marg, Opp. World One Tower, Lower Parel (West),
Mumbai-400013**

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Source: [Google Maps](#)*

*No infringement intended

Co-ordinates:

Nearest Railway Stations-

Lower Parel Station 850 m from venue (*via Lower Parel Bridge and Senapati Bapat Marg*)