

# Advik Capital Limited

(Formerly known as Advik Industries Limited)

CIN : L65100DL1985PLC022505

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January 29, 2022

Listing Compliance Department  
BSE Limited  
Phirozee Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

(Scrip Code: 539773)

**Sub: Intimation regarding Alteration in Memorandum and Articles of Association of the Company**

Dear Sir/ Madam,

This is to inform you that members have passed Ordinary/ Special Resolution through Postal Ballot process concluded today i.e. January 29, 2022 regarding alteration in Memorandum of Association (MOA) and Articles of Association (AOA) of the Company pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

**Amendment in MOA:**

- **Clause V: Substitution of Existing Clause V by the following new Clause V as under:**  
**V. The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores only) consisting of 25,00,00,000 (Twenty-Five Crores) equity shares of Re. 1/- (Rupee One) each".**

**Amendments to AOA:**

Substitution of existing Article No. 4 with the new Article No. 4 and insertion of new Article 68A after existing Article No. 68 in the Articles of Association of the Company.

Further, the brief details of alteration in Memorandum of Association and Articles of Association as required under Regulation 30 read with Part A of the Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed herewith marked as Annexure - I and Annexure - II respectively.

We request you to kindly take the same on your records.

Thanking you,

Yours Faithfully,

for Advik Capital Limited

Rashika Gupta  
Company Secretary



Enclosure: a/a

**Annexure-1**  
**Summary of amendments in the MOA of the Company**

Sr. No.	Changes
1	<p>Existing Clause V of Memorandum of Association of the company has been substituted thereof by the following new Clause Vas under:</p> <p><i>V. The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores only) consisting of 25,00,00,000 (Twenty-Five Crores) equity shares of Re. 1/- (Rupee One) each".</i></p>



**Annexure-2**  
**Summary of amendments in the AOA of the Company**

Sr. No.	Changes
1	<p><b>Substitution of existing Article No. 4 with the new Article No. 4</b></p> <p>(i) Subject to the provisions of the Section 62 of the Act and these Articles, the shares in the capital of the Company for the time being shall be under the control of the Board of Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par or ( subject to the compliance of provisions of Section 53 of the Act) at a discount and at such time as they may from time to time thinks fit and with the sanction of the Company in General Meeting to give any persons or persons the option or right to call for any shares either at par or premium during such time and for such consideration as the Board of Directors think fit, and may issue and allot shares in the capital of the company on payment in full or part of any property sold and transferred or for any services rendered to the company in the conduct of its business and any shares which may so be allotted may be issued as fully paid up shares, and if so issued, shall be deemed to be fully paid up shares. Without prejudice to the generality of the foregoing, the Director shall also be empowered to issue shares for the purposes of granting stock options to its permanent employees under the terms and conditions of SEBI regulation as amended from time to time. Provided that option or right to call of shares shall not be given to any person or persons without the sanction of the Company in General Meeting.</p> <p>(ii) Subject to the provisions of the Act, any redeemable Preference Share, including Cumulative Convertible Preference Share may, with the sanction of an ordinary resolution be issued on the terms that they are, or at the opinion of the Company are liable to be redeemed or converted on such terms and in such manner as the Company, before the issue of the Shares may, by special resolution, determine.</p> <p>(iii) Notwithstanding anything contained above, but subject, to the provisions of the Act, the Company may increase its subscribed, paid-up capital on exercise of an option attached to the debentures or loans raised by the Company to convert such debentures or loans into shares or to subscribe for shares in the Company.</p>
2	<p><b>Insertion of new Article 68A after existing Article No. 68</b></p> <p>(i) Subject to the provisions of the Act, so long as any moneys remain owing by the Company to Financial Institutions regulated by the Reserve Bank of India, State Financial Corporation or any financial institution owned or controlled by the Central Government or State Government or any Non-Banking Financial Company regulated by the Reserve Bank of India or any such company from whom the Company has borrowed for the purpose of carrying on its objects or each of the above has granted any loans / or subscribes to the debentures of the Company or so long as any of the aforementioned companies of financial institutions holds or continues to hold debentures /shares in the Company as a result of underwriting or by direct subscription or private placement or so long as any liability of the Company arising out of any guarantee furnished on behalf of the Company</p>



remains outstanding, and if the loan or other agreement with such institution/ corporation/ company (hereinafter referred to as the "Corporation") so provides, the Corporation may, in pursuance of the provisions of any law for the time being in force or of any agreement, have a right to appoint from time to time any person or persons as a Director or Directors whole-time or non-whole-time (which Director or Director/s is/are hereinafter referred to as "Nominee Director/s") on the Board of the Company and to remove from such office any person or person so appointed and to appoint any person or persons in his /their place(s).

- (ii) The Nominee Director/s appointed under this Article shall be entitled to receive all notices of and attend all General Meetings, Board meetings and of the meetings of the committee of which Nominee Director/s is/are member/s as also the minutes of such Meetings. The Corporation shall also be entitled to receive all such notices and minutes.
- (iii) The Company may pay the Nominee Director/s sitting fees and expenses to which the other Directors of the Company are entitled, but if any other fees commission, monies or remuneration in any form is payable to the Directors of the Company the fees, commission, monies and remuneration in relation to such Nominee Director/s may accrue to the nominee appointer and same shall accordingly be paid by the Company directly to the Corporation.
- (iv) Provided that the sitting fees, in relation to such Nominee Director/s shall also accrue to the appointer and same shall accordingly be paid by the Company directly to the appointer.

