



## RITHWIK FACILITY MANAGEMENT SERVICES LIMITED

(Formerly Known as : Rithwik Building Services Private Limited)

Regd. Office : R R Tower III, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai - 600 032  
Phone : 91 - 44 - 4353 4441 E-mail : info@rithwik.co.in Website : www.rithwik.co.in

### NOTICE OF THE BOARD MEETING

The Board of Directors,  
**Rithwik Facility Management Services Limited**  
RR Tower III, Thiru-Vi-Ka Industrial Estate,  
Guindy, Chennai -600 032

Subject:-Notice of Board Meeting to be held on 26/08/2019.

Dear Sir/Madam,

Notice is hereby given that next meeting of the Board of Directors of **Rithwik Facility Management Services Limited** will be held on Monday 26th August, 2019 at 11:00 A.M at the Registered Office of the Company at RR Tower III, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai -600 032 to transact the business listed in the agenda attached with this notice.

Kindly make it convenient to attend the meeting.

Yours faithfully,

(By order of the Board)

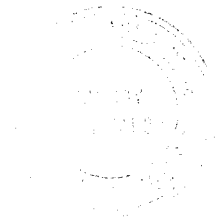
**For RITHWIK FACILITY MANAGEMENT SERVICES LIMITED**

(S Jayapandi)

Company Secretary

M.No.A21909

Date: 19-08-2019



## AGENDA OF THE BOARD MEETING

**AGENDA FOR THE BOARD MEETING OF RITHWIK FACILITY MANAGEMENT SERVICES LIMITED TO BE HELD ON 26<sup>TH</sup> AUGUST, 2019.**

<b>AGENDA ITEMS /MATTERS TO BE DISCUSSED AT THE MEETING</b>	
S.No	Items /Matters
1	To grant leave of absence
2	To confirm the minutes of last Board Meeting
3	Approval of Notice and date of convening the Annual General Meeting
4	Change in object clause of the Company
5	Approval of Draft Directors' Report for the Financial Year 2018-19
6	Approval for the re- appointment of Statutory Auditors
7	Registration of Trade mark
8	Book Closure Date
9	Vote of Thanks

### **1 To grant leave of absence**

The Board is required grant leave of absence, if any, to the Director(s) who will not be available to attend the meeting. The Directors may apply for Leave of Absence in the prescribed format of the Company.

### **2 To confirm the minutes of last Board Meeting**

The minutes of the previous meeting of Board of Directors held on 14<sup>th</sup> August 2019 is to be read, confirmed and signed by the Chairman of the meeting.

### **3 Approval of Notice and date of convening the Annual General Meeting:**

The Board may authorise to call and hold the forthcoming Annual General Meeting on Friday the 27-09-2019 at 11 A.M. at RR Tower III, Thiru-Vi-Ka- Industrial Estate, Guindy, Chennai-600032. The Board may also approve of the draft notice as circulated to the Board containing the ordinary business considered at the Annual General Meeting and the special business along with explanatory statement and authorise the Secretary to forward the same to the members along with other documents and take all necessary actions in connection with the Annual General Meeting and matters relating thereto.

#### **Draft Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 96 of the Companies Act, 2013, the next Annual General Meeting of the Company be held on Friday the 27-09-2019 at 11 A.M. at RR Tower III, Thiru-Vi-Ka- Industrial Estate, Guindy, Chennai-600032, to transact the business as given in the draft notice issued for the same as per the Companies Act, 2013.”

“RESOLVED FURTHER THAT Mr.Rithwik Rajshekar Raman Chairman of the Company be and is hereby authorized to sign and issue such notice to the members of the Company and to do all other necessary acts for the conduction of the next Annual General Meeting of the Company.”

### **4 Change in Object Clause of the Company**

It is proposed to amend the existing sub clause (4) of clause III (A) of the Memorandum of Association of Company for enabling the company to lease fit outs and furniture. The Board recommends the following Resolution.

#### **Draft resolution:**

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, subject to the approval of the Registrar of Companies, and subject to the approval of Shareholders in General Meeting, consent of the Board of Directors of the Company be and is hereby accorded, to amend the Memorandum of Association of Company as follows:

### **Alteration in Clause III of the Memorandum of Association:**

Modification of sub-clause 4 of clause III (A) of the Memorandum of Association of Company as follows:

*(4) "To enter either alone or jointly with another company or persons in India and elsewhere into contracts (on turnkey basis or otherwise) for the transfer, hire or lease, takeover, operate and maintain and provide services relating to all types of designing and executing interiors and fit outs and payment of over – head expenses, inclusive of salary, establishment charges, privileges, rights, easements, advantages, appurtenances, facilities and conveniences whatsoever in any way".*

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, V Niranjana Rao, Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E-form as may be required with the Registrar of Companies."

### **5. Approval of Draft Directors' Report for The Financial Year 2018-19.**

The Chairman is placed before the Board, the draft Directors Report of the Company for the Financial Year ending 31<sup>st</sup> March 2019.

#### **Draft Resolution:**

"**RESOLVED THAT** the draft of the Directors' Report for the year ended 31st March, 2019 as submitted before the meeting, duly initialed by the Chairman of the Meeting for the purpose of identification, be and is hereby considered and approved by the Board and that the same be signed on behalf of the Board of Directors of the Company by Mr.Rithwik Rajshekar Raman, Managing Director and Mr.V Niranjana Rao, Whole -Time Director.

**RESOLVED FURTHER THAT** pursuant to provisions stipulated under sub section 3 of Section 179 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, Mr.Rithwik Rajshekar Raman, Managing Director and Mr.V Niranjana Rao, Whole - Time Director of the Company be & is hereby authorized severally to file the resolution with the Registrar of Companies along with requisite e-Form."

### **6. Approval for the re- appointment of Statutory Auditors**

The Chairman apprised the Board and the Statutory Auditors are to be appointed, as per the recommendation of the Audit Committee and subject to the approval of the members in the forthcoming Annual General Meeting for auditing the Annual Accounts of the Company for Financial Year 2018-19.

#### **Draft Resolution:**

**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, Kalyanasundaram & Associates., Chartered Accountants, (FRN No.0054555), retiring auditor of the Company be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, subject to ratification of the appointment by the Members of the Company at every Annual General Meeting as per the provisions of the Companies Act, 2013, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors

#### **7. Registration of Trade mark**

The Chairman proposes to register the Company's logo and Name to secure, protect and maintain the intellectual property of the Company.

**RESOLVED THAT** the consent of the Board of Directors of the Company be and is hereby accorded to authorize Mr.V Niranjan Rao, Whole time Director of the Company to sign, execute all kind of documents required for registration of the Company's Logo as Trade Mark.

**FURTHER RESOLVED THAT** the consent of the Board of Directors of the Company be and is hereby accorded to authorize Mr.V Niranjan Rao, Whole time Director of the Company to make trademark application, appearance before Trademark Authority and to make representations on any matter relating to the registration of the Trade Mark on behalf of the Company"

#### **8. Book Closure date**

The Chairman is requested to place before the Board to fix the date for Record Date and Book Closure pursuant to the provisions of Section 91 of the Companies Act, 2013. The Board to consider the same and to pass the following resolution:

"**RESOLVED THAT** the Board be and is hereby fixed Record date as 24/09/2019 and Register of Members and Share Transfer Books be closed from 25/09/2019 to 27/09/2019 (both days inclusive)".

"**RESOLVED FURTHER THAT** Shri S Jayapandi, Company Secretary be and is hereby authorised to send the notices of such Book Closure to NSDL, CDSL & to the Stock Exchange where the securities of the Company are listed".

**9. Vote of Thanks**

To thank the chairman and close the Meeting.

Yours faithfully,

(By order of the Board)

For **RITHWIK FACILITY MANAGEMENT SERVICES LIMITED**



(S Jayapandi)

Company Secretary

M.No.A21909

Date: 19-08-2019

