



SPRAYKING LIMITED

(Formerly known as Sprayking Agro Equipment Limited)

Manufacturer & Exporter of Brass Forged & Turn Components

Plot No.4009-10, G.I.D.C. Phase-III, Dared, Jamnagar – 361004 (Gujarat) INDIA

CIN No.: L29219GJ2005PLC045508 Website : www.spraykingagro.com

Email : csspraykingagro@gmail.com, spraykingagro@yahoo.com

July 03, 2024

To
BSE Limited,
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code: 540079

Dear Sir/Madam,

Sub: Submission of Notice of Postal Ballot

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of Postal Ballot. The Notice is being sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email IDs are registered with the Company / Depositories as on Friday, June 28, 2024.

The voting period will commence from Thursday, July 04, 2024 at 9.00 a.m. and end on Friday, August 02, 2024 at 5.00 p.m.

Kindly take the same on record and oblige.

Yours faithfully,

SPRAYKING LIMITED
(Formerly known as Sprayking Agro Equipment Limited)



Hitesh Dudhagera
(Managing Director)
DIN: 00414604

Encl: As below



SPRAYKING LIMITED

(Formerly Known as Sprayking Agro Equipment Limited)

CIN: L29219GJ2005PLC045508

**Regd. Office: Plot No. 4009 & 4010, GIDC, Phase III Dared Jamnagar,
Udyognagar, Jamnagar, Kalavad, Gujarat, India, 361004**

Contact No: 0288-2730750

Email: csspraykingagro@gmail.com; Website: <https://sprayking.co.in/>

NOTICE OF POSTAL BALLOT

Dear Shareholder(s),

NOTICE is hereby given to the Members of Sprayking Limited (Formerly known as Sprayking Agro Equipment Limited) (the “Company”) pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the “Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Secretarial Standard-2 on General Meeting (the “SS-2”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulation”) including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the “MCA”), for holding general meetings/conducting postal ballot process through e-voting vide General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and various subsequent Circulars latest being No. 09/2023 dated September 25, 2023 (the “MCA Circulars”) and any other applicable laws and regulations, that the following businesses is proposed for consideration by the Members of the Company through Postal Ballot by voting through electronic means only (“e-voting”) and Ballot Paper.

You are requested to carefully read the instructions in this Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. by Friday, August 02, 2024.

SPECIAL BUSINESS:

1. TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENT TO MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT, in accordance with the provisions of Sections 13, 61, 64 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from existing Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 8,00,00,000 (Eight Crores) Equity Shares of Rs. 2/- (Rupees Two Only) each to Rs.22,00,00,000/- (Rupees Twenty Two Crores Only) divided into 11,00,00,000 (Eleven Crores Lakhs) Equity Shares of Rs. 2/- (Rupees Two Only) each by creation of additional 3,00,00,000 (Three Crores) Equity Shares of Rs. 2/- (Rupees Two Only) each and consequential Alteration in the Capital Clause of the Memorandum of Association.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

“V. # The Authorised Share Capital of the Company is Rs.22,00,00,000 (Rupees Twenty Two Crores Only) divided into 11,00,00,000 (Eleven Crores) equity shares of Rs. 02/- (Rupees Two only) each.”

“RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby authorized to do all acts deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

2. TO APPROVE ISSUANCE OF BONUS EQUITY SHARES TO THE SHAREHOLDERS OF THE COMPANY:

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable Rules made thereunder, if any (“the Rules”), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable Regulations and guidelines, if any, issued by the Securities and Exchange Board of India (“SEBI”), the Foreign Exchange Management Act, 1999 (“FEMA”) and all other applicable regulations and guidelines, if any, issued by the Reserve Bank of India (“RBI”) (including any statutory modification(s), re-enactment(s), amendment(s), clarification(s) or substitution(s) thereof for the time being in force), the relevant provisions of the Memorandum and Articles of Association of the Company and pursuant to the recommendation made by the Board of Directors of the Company and such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and modifications, if any, as may be specified while according such approvals, the consent of the Members of the Company be and is hereby accorded for capitalization of such sums standing to the credit of Reserves and surplus (Security Premium Account, General Reserve, Free Reserves and balance if

any from the Retained Earnings) of the Company as determined by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee constituted by the Board to exercise its powers, including the powers, conferred by this Resolution) as may be necessary, for the purpose of the issuance of Bonus Equity Shares in the proportion of 1:1 i.e. 1 (One) new fully paid-up Equity Shares of Rs. 2/- (Rupees Two Only) each for every 1 (One) existing fully paid-up Equity Share of Rs. 2/- (Rupees Two Only) each to the eligible Members of the Company whose names appear in the Register of Members of the Company/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") on the 'Record Date' determined by the Board, and that the new Bonus Equity Shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

RESOLVED FURTHER THAT the new Equity Shares of Rs. 2/- (Rupees Two Only) each to be issued and allotted as Bonus Equity Shares shall be issued in dematerialized form only and shall be subject to the provisions of the Memorandum and Articles of Association of the Company, and shall rank pari-passu in all respects and carry the same rights as the existing fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT the allotment of new Bonus Equity Shares to the extent that they relate to Non-Resident [including Non-Resident Indians ("NRIs"), Overseas Citizen of India, Overseas Corporate Bodies ("OCBs"), Foreign Portfolio Investors ("FPIs") and other foreign investors] Members of the Company, shall be subject to the approval, if any, of the RBI under the FEMA and other applicable rules/regulations/guidelines issued/amended by the RBI from time to time, in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of Bonus Equity Shares so allotted on the Stock Exchanges where the Shares of the Company are listed as per the Listing Regulations and other applicable laws, rules, regulations and guidelines.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things including but not limited to execution and filing of all such documents, instruments and writings as may be required; filing of any documents with the SEBI, Stock Exchanges where the Shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/or any concerned authorities; applying and seeking necessary listing approvals from the Stock Exchanges; to settle any question, difficulty or doubt that may arise in this regard and to do such acts as it may in its sole and absolute discretion deem necessary or desirable for such purpose, expedient or incidental in regard to the issuance of Bonus Equity Shares.

Registered Office:

Plot No. 4009 & 4010, GIDC,
Phase III, Dared Jamnagar- 361004, Gujarat,
CIN: L29219GJ2005PLC045508
Tel: 0288-2730750
Website: <https://sprayking.co.in/>
Email: csspraykingagro@gmail.com

By Order of the Board of Directors
FOR SPRAYKING LIMITED
(Formerly Known as Sprayking Agro Equipment
Limited)

Sd/-
Hitesh Dudhagara
(Managing Director)
(DIN: 00414604)
Place: Jamnagar
Date: July 01, 2024

NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Act setting out the material facts pertaining to the resolution is annexed hereto and forms part of this postal ballot notice.
2. In compliance with MCA Circulars, the Postal Ballot Notice along with Explanatory Statement and Instructions for e-voting is being sent only through electronic mode to those Members, whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, June 28, 2024 (“Cut-off date”). As per the MCA Circulars, physical copies of the Notice, Postal Ballot Forms and pre-paid business reply envelopes are not being sent to the members for this Postal Ballot. For receiving copy of postal ballot notice, members who have not yet registered their email addresses are requested to get their email addresses registered with Link Intime India Pvt. Ltd, Registrar and Transfer Agent of the Company, by writing them on rnt.helpdesk@linkintime.co.in. Further, communication of assent or dissent by the Members on the items of businesses set out in this Notice shall be done through remote e-voting only i.e., casting of votes electronically.
3. Members may note that the Notice of the Postal Ballot will also be available on the Company’s website <https://sprayking.co.in/> and website of the Stock Exchange i.e. BSE Limited www.bseindia.com. All the members of the Company as on the Cut-off date shall be entitled to vote in accordance with the process specified in this Notice.
4. Pursuant to Sections 108 and 110 of the Act, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company is pleased to provide the facility of remote e-voting to all the Members as per applicable Regulations relating to e-voting. The Company has engaged the services of NSDL E-voting i.e. www.evoting.nsdl.com.
5. The voting rights of the Members shall be reckoned in proportion to their shares of the paid-up equity share capital as on June 28, 2024 being the ‘cut-off date’ fixed for this purpose. Any person who is not a Member as on cut-off date should treat this notice for information purpose only.
6. The voting period will commence from Thursday, July 04, 2024 at 9.00 a.m. IST and end on Friday, August 02, 2024 at 5.00 P.M. The e-voting module shall be disabled by NSDL for voting thereafter.
7. The Board of Directors of the Company has appointed Ms. Mayuri Rupareliya, Practising Company Secretary (ACS 51422, CP 18634), as the Scrutinizer to scrutinize the Postal Ballot process in a fair and transparent manner.
8. The Scrutinizer shall, after conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Company or any person authorized by them. The results of the e-voting by Postal Ballot will be announced not later than two working days of the conclusion of the e-voting i.e. on or before Tuesday, August 06, 2024. The Resolutions, if passed by requisite majority shall be deemed to have been passed on Friday, August 02, 2024, being the last date specified by the Company for e-voting.

9. The declared results along with the report of Scrutinizer shall be intimated to BSE Limited where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website at <https://sprayking.co.in/> and on the website of NSDL on <https://nsdl.co.in/>.
10. The Instructions for Members for e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1.Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3.Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-</p>

	<p>Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below **in process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested

specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csmayurirupareliya@gmail.com with a copy marked to evoting@nsdl.com.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 or send a request at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to csspraykingagro@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to csspraykingagro@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Registered Office:

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Phase III, Dared Jamnagar- 361004, Gujarat,
CIN: L29219GJ2005PLC045508
Tel: 0288-2730750
Website: <https://sprayking.co.in/>
Email: csspraykingagro@gmail.com

By Order of the Board of Directors
FOR SPRAYKING LIMITED
(Formerly Known as Sprayking Agro Equipment
Limited)

Sd/-
Hitesh Dudhagara
(Managing Director)
(DIN: 00414604)
Place: Jamnagar
Date: July 01, 2024

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT TO SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO: 1

The present Authorized Share Capital of the Company is Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 8,00,00,000 (Eight Crores) Equity Shares of Rs. 2/- (Rupees Two Only) each.

The Board of Directors have considered it necessary to increase the Authorised Share Capital of the Company from existing Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 8,00,00,000 (Eight Crores) Equity Shares of Rs. 2/- (Rupees Two Only) each to Rs.22,00,00,000/- (Rupees Twenty Two Crores Only) divided into 11,00,00,000 (Eleven Crores) Equity Shares of Rs. 2/- (Rupees Two Only) each by creation of additional 3,00,00,000 (Three Crores) Equity Shares of Rs. 2/- (Rupees Two Only)

In view of the above, it is necessary to amend Clause V of the Memorandum of Association to increase the Authorized Share Capital from 16,00,00,000/- (Rupees Sixteen Crores Only) to Rs. 22,00,00,000/- (Rupees Twenty Two Crores Only).

In light of above, you are requested to accord your approval to the Ordinary Resolution as set out at Item No.1 of the accompanying Notice.

None of the Directors, Key Managerial Personnel and/or their relatives thereof are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 1 of the Postal Ballot Notice except to the extent of their shareholding, if any, in the Company.

ITEM NO: 2

The Company, known for its consistent track record of wealth creation for its Shareholders, seeks to further enhance their value. In light of the trust vested in the management by Shareholders and the admirable performance of the Company for the financial year ended March 31, 2024, along with the accumulation of a substantial amount in its Securities Premium Account and Free Reserves, the Board of Directors of the Company proposes issuing Bonus Equity Shares through the capitalization of the Securities Premium Account of the Company.

Considering the above, the Board of Directors of the Company (“the Board”) at its meeting held on July 01, 2024 has, inter alia, recommended issuance of Bonus Equity Shares, to the existing shareholders of the Company whose names shall appear in the Register of Members as on the ‘Record Date’ determined by the Board of Directors of the Company (including any Committee thereof) in the ratio of 1:1 i.e. 1 (One) new fully paid-up Equity Shares of Rs. 2/- (Rupees Two Only) each for every 1 (One) existing fully paid-up Equity Share of Rs. 2/- (Rupees Two Only) held by them.

(*Equity Shares being fractional shares will be ignored and no allotment will be made for the fractional Equity Shares)

The Bonus Equity Shares shall be issued by capitalizing a part of the amount standing to the credit of Reserves and surplus (Security Premium Account, General Reserve and balance if any from the Retained Earnings). The Bonus Equity Shares, once allotted, shall rank pari-passu in all respects and carry the same rights as the existing Equity Shares and holders of Bonus Equity Shares shall be entitled to participate in full in any dividend and other corporate action, recommended and declared after the new Equity Shares are allotted.

The existing and proposed authorised and paid-up Share Capital of the Company is mentioned below:

Type of Capital	Existing Share Capital			Proposed Share Capital		
	No. of Eq. Shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of Eq. Shares	Face Value (Rs.)	Total Share Capital (Rs.)
Authorised Share Capital	800,00,000	2	16,00,00,000	11,00,00,000	2	22,00,00,000
Issued, Paid-up and subscribed capital	5,28,39,730	10	10,56,79,460	10,56,79,460	2	21,13,58,920

In view of the above, the approval of the Members of the Company by passing Ordinary Resolution would be required.

Accordingly, the Board recommends the Ordinary Resolution set out in Item No. 2 of the accompanying Postal Ballot Notice for approval of the Members of the Company

None of the Directors, Key Managerial Personnel and/or their relatives thereof are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 2 of the Postal Ballot Notice except to the extent of their shareholding, if any, in the Company.

Registered Office:

Plot No. 4009 & 4010, GIDC,
Phase III, Dared Jamnagar- 361004, Gujarat,
CIN: L29219GJ2005PLC045508
Tel: 0288-2730750
Website: <https://sprayking.co.in/>
Email: csspraykingagro@gmail.com

By Order of the Board of Directors
FOR SPRAYKING LIMITED
(Formerly Known as Sprayking Agro Equipment Limited)

Sd/-
Hitesh Dudhagara
(Managing Director)
(DIN: 00414604)
Place: Jamnagar
Date: July 01, 2024