

ADVIK CAPITAL LIMITED

(Formerly known as Advik Industries Limited)

CIN : ~~L74899DL1985PLC022503~~ **LG5100DL1985PLC022505**

Regd. Office: Advik House, Plot No-84, Khasra No.143/84,
Extended Lal Dora, 100 ft Road, Kanjhawala, Delhi-110081

E-mail: Info@advikgroup.com | Tel: +91-11-25952595

Fax : +91-11-25952525 | Help Line : +91-9136311500

www.advikgroup.com/aii



BSE Limited
Corporate Relationship Department
25th Floor, P J Towers
Dalal Street, Fort,
Mumbai-400 001

Date: 21-11-2017

BSE Scrip Code: 539773

Dear Sirs,

Sub: Record date for sub-division (split) of equity shares of the Company in compliance of Regulation 42 of SEBI (LODR) Regulations, 2015

Pursuant to Regulation 42 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and section 91 of Companies Act, 2013 and rules made thereunder, we would like to inform that the Company has fixed the record date for the purpose as mentioned below:

Scrip Code	Type Security	of	Record Date	Book Closure	Purpose
539773	Equity		15-12-2017 Friday	N.A	Sub-division/ Split of equity shares of Rs. 10/- each (fully paid up) into 1 (One) equity shares of Rs. 1/- each (fully paid up).

We are enclosing the following documents to seek your approval for the sub-division/ split of equity shares:

1. Certified true copy of the notice of AGM (Agenda No. 6)
2. Certified true copy of the resolution passed by the Shareholders of the Company for stock split.
3. Certified true copy of the Altered MOA. (No alteration in AOA)
4. Undertaking of the Company for stock split.
5. Undertaking of the Company for fractions entitlement.
6. Details of share capital (Pre & Post Sub-division).
7. Copy of the share certificate.

The processing fees of Rs. 10,800/- (inclusive of tax and after deduction of TDS) has been paid vide **UTR No. KKBKH17325849741, dated 21.11.2017.**



Further, we hereby confirm that the new ISIN assigned by the depositories will be informed to the Exchange at least 2 days prior to the Record Date.

Kindly take the above documents/intimation on record and accord us the approval for taking further necessary steps in this regard.

Thanking You

**For Advik Capital Limited
(formerly known as Advik Industries Limited)**



**Radhika Garg
Company Secretary & Compliance Officer**

ADVIK CAPITAL LIMITED

(Formerly known as Advik Industries Limited)

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NOTICE

NOTICE is hereby given that the **32nd** Annual General Meeting of the members of **ADVIK CAPITAL LIMITED (FORMERLY KNOWN AS ADVIK INDUSTRIES LIMITED)** will be held on Tuesday the 26th day of September, 2017 at Registered office of the Company at Plot No. 84, Khasra No. 143/84, Ground Floor, Extended Lal Dora, Kanjhawla, Delhi-110081 at 12:00 Noon to consider and transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereupon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of Auditors thereon and in this regard, pass the following resolutions as an **Ordinary Resolutions:**
 - (a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."
 - (b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."
2. To appoint Mrs. Manju Agarwal, who retires by rotation and being eligible, offers herself for re-appointment as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Manju Agarwal (DIN: 00531344), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**



“RESOLVED THAT pursuant to the provisions of Sections 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, **M/s Garg Anil & Co.**, Chartered Accountants, be and is hereby ratified as the Statutory Auditor of the Company for the Financial Year 2017-2018, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held for the financial year 2017-2018 and that the Board of Directors of the Company be and are hereby authorised to fix their remuneration.”

SPECIAL BUSINESS:

4. TO RE-APPOINT MR. VIRENDER KUMAR AGARWAL (DIN: 00531255) AS MANAGING DIRECTOR OF THE COMPANY

To re-appoint Mr. Virender Kumar Agarwal (DIN: 00531255) as Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution:**

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being force), approval of the members be and is hereby accorded to re-appoint Mr. Virender Kumar Agarwal (Din: 00531255) as a Managing Director, for a further period of 5 (five) years from the expiry of his present term of office, that is, with effect from 26th September, 2017 to 25th September, 2022 on the terms and conditions including remuneration as set out in the statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf.”



5. TO APPOINT MR. VINEET GUPTA (DIN: 07714972) AS INDEPENDENT DIRECTOR OF THE COMPANY

To appoint Mr. Vineet Gupta (DIN: 07714972) as Non Executive Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013, for the time being in force, Mr. Vineet Gupta who was appointed as Non Executive Additional Independent Director by the Board of Directors of the Company w.e.f. 10th February, 2017 and who holds office up to the date of this Annual General Meeting and not liable to retire by rotation, due to casual vacancy caused by the resignation of Ms. Nikita Bansal, Independent Director of the Company w.e.f 10th February, 2017, be and is hereby appointed as Non Executive Independent Director to hold office as such for a period of 5 (five) consecutive years, with effect from 26th September, 2017 to 25th September, 2022 and he shall not be liable to retire by rotation and in respect of whom the Company has received a notice in writing and required sum of Deposit from Mr. Vineet Gupta proposing his candidature for the office of Independent Director.

RESOLVED FURTHER THAT Board of Director and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf.”

6. SUB-DIVISION OF 1 (ONE) EQUITY SHARE OF FACE VALUE OF 10/- EACH INTO 10 (TEN) EQUITY SHARES OF 1/- EACH

To sub-divide the shares of the Company into shares of smaller amount and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:



“RESOLVED THAT pursuant to the provisions of section 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority (ies) including Registrar of Companies and BSE Limited (“stock exchange” where the equity shares of the Company are listed), each equity shares of the Company having a face value of Rs. 10/- each fully paid-up be sub-divided into 10 (ten) equity shares of the face value of Rs. 1/- each fully paid-up.

FURTHER RESOLVED THAT that on sub-division, 10 (ten) equity shares of face value of Rs. 1/- each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10/- each subject to the terms of Memorandum and Articles of Association of the Company and shall rank *pari passu* in all respects with the existing fully paid Equity shares of Rs. 10/- each of the Company and shall be entitled to participate in full in dividends to be declared, if any, after the sub-divided equity shares are allotted.

RESOLVED FURTHER THAT on sub-division of Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record date and the Company may, without requiring the surrender of existing share certificate(s), issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in the case of Equity shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Members with the depository participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division.

RESOLVED FURTHER THAT the Board of the Directors of the Company (which expression shall also include a Committee thereof) be and is hereby authorized to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Company for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications,



documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

7. ALTERATION OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To alter the Memorandum of Association of the Company and in this regard to consider and if thought fit to pass the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of section 13, 61 and other applicable provisions of Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approval(s) as may be required, Clause V of the Memorandum of Association of the Company be and is hereby altered by substituted by the following clause:

CLAUSE V:

“The Authorised Share Capital of the Company is Rs. 4,58,73,600/- (Rupees Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred Only) divided into 4,58,73,600 (Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred) Equity shares of Rs. 1/- (Rupees One) each.”

RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director or Company Secretary, to give effect to the aforesaid resolution.”



8. RE-APPOINTMENT OF SECRETARIAL AUDITOR FOR THE FINANCIAL YEAR 2017-2018

To re-appoint M/s A. K. Verma & Co., Company Secretaries, New Delhi as Secretarial Auditor of the Company for the financial year 2017-2018 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant provisions of Section 204 of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Other applicable provisions of the Act and pursuant to relevant provisions of Article of Association of the Company, consent of the members be and is hereby accorded to re-appoint M/s A. K. Verma & Co., Company Secretaries, New Delhi as Secretarial Auditor of the Company for Financial Year 2017-2018.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf.”

By the order of the Board

ADVIK CAPITAL LIMITED
(formerly known as Advik Industries Limited)

Sd/-

Virender Kumar Agarwal
Managing Director/Chairman

Din: 00531255

Date: 11/08/2017

Place: New Delhi



NOTES:

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. from 4 to 8 of the Notice set out above is annexed herewith.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
3. Proxy form in MGT-11 duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
4. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or Depository Participant(s). Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.



6. The Register of Members and Share Transfer Books shall remain closed from 20th September, 2017 to 26th September, 2017 (both days inclusive).
7. Members desiring any further information on the business to be transacted at the meeting should write to the company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
8. Members are requested to notify the company their change of address, if any, to Registered office of the Company.
9. Members are requested to bring their attendance slip and copy of the Annual Report with them at the Annual General Meeting.
10. All correspondence relating to shares may be addressed to the registered office of the company.
11. Corporate members intending to send their authorized representatives to attend the meeting 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.
12. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. Members may kindly note that no 'Gifts' will be distributed at the Annual General Meeting.
15. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.



16. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance at least seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.

17. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registered Office of the Company.

18. **Voting Through Electronic Means:**

a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

b) The facility for voting through electronic voting system ('Insta Poll') shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.

c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

d) The Company shall also provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.

e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).



f) The Board of Directors of the Company has appointed Mr. Ashok Kumar Verma, a Practicing Company Secretary, New Delhi as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

g) The cut-off date for the purpose of voting (including remote e-voting) is 19th September, 2017.

h) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Saturday, 23 rd September, 2017, 9:00 a.m.
End of remote e-voting	Monday, 25 th September, 2017, 5:00 p.m.

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.advikgroup.com/ail. The results shall simultaneously be communicated to the Stock Exchanges.

The instructions for e-voting are as under:

i. The voting period begins on 23rd September 2017, 09:00 A.M and ends on 25th September 2017, 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e 19th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.



- iii.** The shareholders should log on to the e-voting website www.evotingindia.com.
- iv.** Click on Shareholder – Login
- v.** Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
 b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi.** Next enter the Image Verification as displayed and Click on Login.
- vii.** If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii.** If you are a first time user follow the steps given below:

ix.

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number



	after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- x.** After entering these details appropriately, click on "SUBMIT" tab.
- xi.** Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xii.** For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiii.** Click on the EVEN along with "Advik Capital Limited" from the drop down menu and click "SUBMIT"
- xiv.** On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



- xv.** Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xvi.** After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvii.** Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xviii.** You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xix.** If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xx.** Note for Non-Individual Shareholders & Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates and Custodians respectively.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to fcsvermaashok@gmail.com with copy marked to helpdesk.evoting@cdslindia.com .
- xxi.** In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available



at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

- xxii.** The Results shall be declared on or before 28th September, 2017. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.advikgroup.com/ail and on the website of CDSL within two days of passing of the resolutions at the AGM of the Company and communicated to the **BSE Limited (STOCK EXCHANGE)**.

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

Item No. 4

The shareholders of the Company at the 29th Annual General Meeting of the Company held on 27th September, 2014 approved the appointment of Mr. Virender Kumar Agarwal as Managing Director of the Company for a period of 3 years effective from the date of 27.09.2014 through passing a special resolution under the relevant provisions of the Companies Act 2013.

The said term of Mr. Virender Kumar Agarwal is being completed at this Annual General Meeting of the Company and the Board of Directors of the Company has recommended the re-appointment of Mr. Virender Kumar Agarwal as Managing Director of the Company for a period of five (5) years w.e.f 26.09.2017 upto 25.09.2022 subject to consent by the Members of the Company at the this Annual General Meeting ("AGM").

The terms and conditions for his re-appointment shall be:

- a) **Term of appointment:** - Five years with effect 26th September, 2017.
- b) **Salary:** Rs. 1,00,000/- (Rupees One Lakh only) per month payable monthly. The annual increment will be decided by the Board of Directors of the Company.
- c) **Perquisites:**
 1. Leave travel allowance for self and family once in a year as per rules of the Company.
 2. Medical expenses actually incurred by him and his family subject to maximum of one month salary.
 3. Club Fees.



4. **Provision for use of car with driver for official business**- personal use of the car will be billed to him.
 5. Payment / Reimbursement of Telephone including mobile expenses.
 6. Medical & personal accident insurance.
 6. Medical & personal accident insurance.
- d) The Company will provide Rent Free Accommodation to the Managing Director of the Company.
- e) The Company will make suitable contribution towards Provident Fund, Superannuation Fund etc. as per Rules of the Company.
- f) Gratuity will be payable as per Rules of the Company.
- g) Leave as per Rules of the Company including encashment of unavailed leave at the end of the tenure.

In respect of Resolution 4, except Mr. Virender Kumar Agarwal (the appointee), Mr. Shakul Kumar Agarwal and Mrs. Manju Agarwal, being relative of the appointee, none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in these Resolutions.

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
 2. Notice of the AGM with Explanatory.
 3. Memorandum and Articles of Association of the Company
 4. Balance Sheet as on 31st March, 2017 along with Profit & Loss Account and Auditors' Report thereon of the Company.
- The board of directors of company recommends passing of the resolution as
Special Resolution.

Item No. 5



Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed Mr. Vineet Gupta as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

As an Additional Director, Mr. Vineet Gupta holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") together with the requisite amount of deposit from Mr. Vineet Gupta signifying his candidature as a Director of the Company. The Company has also received a declaration from Mr. Vineet Gupta confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr. Vineet Gupta is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as an Independent Director of the Company.

In the opinion of the Board, Mr. Vineet Gupta fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

Mr. Vineet Gupta is not related to any other Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. Vineet Gupta and his relatives, are in any way, concerned or interested in the said resolution. The resolution as set out in item No. 5 of this Notice is accordingly commended for your approval.



Brief resume of Mr. Vineet Gupta are as under:

Nature of their expertise in specific functional areas	Financial Activities
Names of companies in which they hold directorships & memberships / chairmanships of Board Committees	N.A
Shareholding in the Company	Nil
Relationships with Directors, Manager and KMP	Not Related
Age	42
Qualification	Graduate
Experience	2 years

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2017 along with Profit & Loss Account and Auditors' Report thereon of the Company.

The board of directors of company recommends passing of the resolution as **Ordinary Resolution.**

Item No. 6 & 7

The Equity Shares of the Company are listed and actively traded on the Bombay Stock Exchange. With a view to encourage the participation of small investors and for speedy liquidity, the Board of Directors of the Company at its Meeting held on August 11, 2017 considered and approved the sub-division of one Equity share of the Company having a face value of Rs. 10/- each into Ten Equity Shares of face value of Rs. 1/- each subject to the approval of Members and any other statutory and regulatory approvals as applicable. The Record date for the aforesaid sub-division of the equity shares will be fixed after the approval of the Members by way of Special Resolution is obtained.

Presently, the Authorized Share Capital of the Company is:



Rs. 4,58,73,600/- (Rupees Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred Only) divided into 4587360 (Forty Five Lakhs Eighty Seven Thousand Three Hundred Sixty) Equity shares of Rs. 10/- (Rupees Ten) each.

The sub-division as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association of the Company as set out in Resolution 7 of the Notice to reflect the change in face value of each Equity shares from Rs. 10/- each to Rs. 1/- each.

Clause V of the Memorandum of Association of the Company be and is hereby altered by substituted by the following clause:

CLAUSE V:

“The Authorised Share Capital of the Company is Rs. 4,58,73,600/- (Rupees Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred Only) divided into 4,58,73,600 (Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred) Equity shares of Rs. 1/- (Rupees One) each.”

None of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in these Resolutions except to the extent of their shareholding in the Company, if any.

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2017 along with Profit & Loss Account and Auditors' Report thereon of the Company.



The Board recommends the resolutions as set out in item no. 6 and 7 of the accompanying notice for the approval of the members of the Company as **Special Resolution.**

Item No. 8

As per the provisions of Section 204 of the Companies Act 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company being Listed Company shall be subject to Secretarial Audit from Practising Company Secretary. The Board hereby recommends to re-appoint M/s A.K.Verma & Co., Company Secretaries, having experience of more than 20 years of Corporate Services in field of Corporate Laws as Secretarial Auditor of Company for the Financial Year 2017-2018.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2017 along with Profit & Loss Account and Auditors' Report thereon of the Company.

The Board recommends the resolutions as set out in item no. 8 of the accompanying notice for the approval of the members of the Company as **Ordinary Resolution.**



**Details of Directors seeking appointment /re-appointment at the forthcoming
Annual General Meeting dated 26/09/2017
(In pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure
Requirements) Regulations, 2015)**

Name of Director	Mrs. Manju Agarwal	Mr. Vineet Gupta	Mr. Virender Kumar Agarwal
Din	00531344	07714972	00531255
Date of Birth	28/01/1967	28/09/1974	25/03/1961
Date of Appointment	07/08/2011	10/02/2017	14/01/2010
Qualification	Graduate	Graduate	Graduate
Expertise in specific functional area	Administrative	Financial Activities	Accounts and Finance, Capital Market
List of Public/Private Companies in which outside Directorship held (including Foreign Companies)	NIL	NIL	2
Disclosure of relationship between directors inter-se	Mrs. Manju Agarwal is spouse of Mr. Virender Kumar Agarwal and Mother of Mr. Shakul Kumar Agarwal	N.A	Mr. Virender Kumar Agarwal is a spouse of Mrs. Manju Agarwal and Father of Mr. Shakul Kumar Agarwal
Shareholding in the Company	143400	NIL	1522460



ADVIK CAPITAL LIMITED

(Formerly known as Advik Industries Limited)

CIN : ~~U22100DL1985PLC022505~~

Regd. Office: Advik House, Plot No-84, Khasra No.143/84,
Extended Lal Dora, 100 ft Road, Kanjhawala, Delhi-110081

E-mail: Info@advikgroup.com | Tel: +91-11-25952595

Fax : +91-11-25952525 | Help Line : +91-9136311500

www.advikgroup.com

L65200DL1985PLC022505



EXTRACTS OF THE 32ND ANNUAL GENERAL MEETING OF THE MEMBERS OF ADVIK CAPITAL LIMITED (formerly known as Advik Industries Limited) HELD ON TUESDAY 26TH DAY OF SEPTEMBER, 2017 FROM 12:00 NOON TO 1:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 84, KHASRA NO. 143/84, GROUND FLOOR, EXTENDED LAL DORA, KANJHAWLA DELHI North West DL 110081

Special Business

ITEM NO. 06

TO SUB-DIVIDE 1 (ONE) EQUITY SHARE OF FACE VALUE OF 10/- EACH INTO 10 (TEN) EQUITY SHARES OF 1/- EACH

“RESOLVED THAT pursuant to the provisions of section 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or reenactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority (ies) including Registrar of Companies and BSE Limited (“stock exchange” where the equity shares of the Company are listed), each equity shares of the Company having a face value of Rs. 10/- each fully paid-up be sub-divided into 10 (ten) equity shares of the face value of Rs. 1/- each fully paidup.

FURTHER RESOLVED THAT that on sub-division, 10 (ten) equity shares of face value of Rs. 1/- each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10/- each subject to the terms of Memorandum and Articles of Association of the Company and shall rank *pari passu* in all respects with the existing fully paid Equity shares of Rs. 10/- each of the Company and shall be entitled to participate in full in dividends to be declared, if any, after the sub-divided equity shares are allotted.

RESOLVED FURTHER THAT on sub-division of Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record date and the Company may, without requiring the surrender of existing share certificate(s), issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in the case of Equity shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Members with the depository participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division.

RESOLVED FURTHER THAT the Board of the Directors of the Company (which expression shall also include a Committee thereof) be and is hereby authorized to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Company for obtaining approvals, statutory or otherwise , in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

The motion was taken before the shareholders and by exercising the right of polling and e-voting, the special resolution was carried unanimously.

**Certified True Copy
For ADVIK CAPITAL LIMITED
(formerly known as Advik Industries Limited)**

For ADVIK CAPITAL LIMITED

VIRENDER KUMAR AGARWAL

Virender Kumar Agarwal DIRECTOR (DIN : 00531255)

Managing Director

DIN: 00531255



सत्यमेव जयते
GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): L74899DL1985PLC022505

I hereby certify that the name of the company has been changed from ADVIK INDUSTRIES LIMITED to ADVIK CAPITAL LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name The Company was incorporated with the name QUICK CREDIT LIMITED on 14/11/1985.

On 20/09/2010 the name of the Company has.

Given under my hand at New Delhi this Seventh day of July two thousand seventeen.

Digitally signed by DS Ministry of Corporate Affairs
Date of Issue: 27
DS Ministry of Corporate Affairs (Govt of India) 23
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate
Public Key Infrastructure (PKI) Certificate

Prahlad Meen
Deputy Registrar of Companies
Registrar of Companies
RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

ADVIK CAPITAL LIMITED

PLOT NO. 84, KHASRA NO. 143/84, GROUND FLOOR,, EXTENDED LAL DORA,
KANJHAWLA, DELHI, North West, Delhi, India, 110081



भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L74899DL1985PLC022505

मैसर्स DU-LITE INDUSTRIES LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स
DU-LITE INDUSTRIES LIMITED

जो मूल रूप में दिनांक चौदह नवम्बर उन्नीस सौ पचासी को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स
QUICK CREDIT LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य
विभाग, नई दिल्ली की अधिसूचना सं. सं. का. नि. 507 (अ) दिनांक 24.6.1985 एस्. आर. एन. B04884151 दिनांक 24/02/2011 के द्वारा
प्राप्त हो गया है. उक्त कम्पनी का नाम आज परिवर्तित रूप में मैसर्स
ADVIK INDUSTRIES LIMITED

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा दिल्ली में आज दिनांक चौबीस फरवरी दो हजार न्यारह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, National Capital Territory of Delhi and Haryana

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : L74899DL1985PLC022505

In the matter of M/s DU-LITE INDUSTRIES LIMITED

I hereby certify that DU-LITE INDUSTRIES LIMITED which was originally incorporated on Fourteenth day of November Nineteen Hundred Eighty Five under the Companies Act, 1956 (No. 1 of 1956) as QUICK CREDIT LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN B04884151 dated 24/02/2011 the name of the said company is this day changed to ADVIK INDUSTRIES LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Delhi this Twenty Fourth day of February Two Thousand Eleven.




(MANOJ KUMAR JUNEJA)

कम्पनी रजिस्ट्रार / Registrar of Companies

राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

ADVIK INDUSTRIES LIMITED

204, Shri Ram House, 5398/70 Regarpura, Arya Samaj Road, Karol Bagh,

NEW DELHI - 110005,

Delhi, INDIA



भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L74899DL1985PLC022505

नैसर्ग QUICK CREDIT LIMITED

के नमूने में, मैं एकाधिकार राजाभिषेक करता हूँ कि नैसर्ग
QUICK CREDIT LIMITED

जो मूल रूप में दिनांक 14 नवम्बर उन्नीस सौ पचासी को कम्पनी अधिनियम, 1956 (1958 का 1) के अंतर्गत नैसर्ग
QUICK CREDIT LIMITED

के रूप में निर्गमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिगत आवश्यक विनिश्चय पारित करके तथा
लिखित रूप में यह स्वीकार करके की उसे भारत का अनुसूचन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 (अ) दिनांक 24.8.1995 एस्. आर. एन. A91851865 दिनांक 20/09/2010 के द्वारा
प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिष्कृत रूप में नैसर्ग
DU-LITE INDUSTRIES LIMITED

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा दिल्ली में आज दिनांक बीस सितम्बर दो हजार दस को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, National Capital Territory of Delhi and Haryana

Fresh Certificate, of Incorporation Consequent upon Change of Name


Corporate Identity Number : L74899DL1985PLC022505

In the matter of M/s QUICK CREDIT LIMITED

I hereby certify that QUICK CREDIT LIMITED which was originally incorporated on Fourteenth day of November
Nineteen Hundred Eighty Five under the Companies Act, 1956 (No. 1 of 1958) as QUICK CREDIT LIMITED having
duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the
Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956,
read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated
24/08/1995 vide SRN A91851865 dated 20/09/2010 the name of the said company is this day changed to DU-LITE
INDUSTRIES LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

and at Delhi this Twentieth day of September Two Thousand Ten .




(MANMOHAN LUNGEJA)

व्यवसायी रजिस्ट्रार / Registrar of Companies
राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा
National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार को यथा :

Mailing Address as per record available in Registrar of Companies office:

DU-LITE INDUSTRIES LIMITED
204, Shri Ram House, 539B/70 Regarpura, Arya Samaj Road, Karol Bagh,
NEW DELHI - 110005,
Delhi INDIA





फारम नं० आई० आर०

FORM I. R.

निगमन का प्रमाण-पत्र

CERTIFICATE OF INCORPORATION

सं० 22505 शक 1907

No. 22505 of 1985-86

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज क्विक क्रेडिट लिमिटेड

कम्पनी अधिनियम, 1956 (1956 का 1) के अधीन नियमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that QUICK CREDIT LIMITED

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता० 23 कार्तिक, 1907 को दिया गया।

Given under my hand at...NEW DELHI...this...FOURTEENTH... day of...NOVEMBER...One thousand nine hundred and...EIGHTY-FIVE...



Sd/-

सुरज कपूर

कम्पनी रजिस्ट्रार

SOORAJ KAPOOR

Registrar of Companies

DELHI & HARYANA

COMPANY NO. 22505



Certificate for Commencement of Business

व्यापार प्रारम्भ करने के लिए प्रमाण-पत्र

Pursuant of section 149 (3) of the Companies Act, 1956

कम्पनी अधिनियम १९५६ की धारा १४९ (३) के अनुसरण में

I hereby certify that the..... QUICK CREDIT LIMITED.....

मैं एतद द्वारा प्रमाणित करता हूँ कि..... क्विक क्रेडिट लिमिटेड.....

.....
which was incorporated under the Companies Act, 1956 on

जो कि कम्पनी अधिनियम, १९५६ के अन्तर्गत पञ्जीकृत की गई थी दिनांक 23 कार्तिक 1907

the.....FOURTEENTH.....day of.....NOVEMBER.....1985.....

and which has filed a duly verified declaration in the

और जिस ने कि यथावत् निर्धारित प्रपत्र में सत्यापित घोषणा पत्र प्रस्तुत

prescribed from that the conditions of section 149(2) (a) to (c)

कर दिया है कि उस ने धारा १४९ (२) (क)से(ग)

of the said Act, have been complied with, is entitled

को सभी शर्तों का अनुपालन कर दिया है, अतः व्यापार आरंभ करने का

to commence business.

अधिकारी है।

Given under my hand at.....NEW DELHI.....

मेरे हस्ताक्षर से आज दिनांक 29 कार्तिक 1907

this.....TWENTIETH.....day of.....NOVEMBER.....

One thousand nine hundred and.....EIGHTY-FIVE.....

क्षो जारी किया गया।



Sd/-

SOORAJ KAPOOR

Registrar of Companies

कम्पनी रजिस्ट्रार

दिल्ली एवं हरियाणा

THE COMPANIES ACT, 2013

(COMPANY LIMITED BY SHARES)

**MEMORANDUM OF ASSOCIATION
OF**

ADVIK CAPITAL LIMITED

- I. The Name of the Company is **ADVIK CAPITAL LIMITED**.
- II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.
- III. The objects for which the Company is established are :-
 - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**
 1. To carry on and undertake the business of investing its funds in equity and preference shares, stocks, bonds, debentures (convertible and non-convertible) of new projects and securities of all kinds and every description of well-established and sound companies, to subscribe to capital issues of joint stock Companies, ventures, industries, unit trading concerns whether old or new as the company may think fit and to assist them by granting financial accommodation by way of loans/advances to industrial concerns and to assist industrial enterprises in creation, expansion and modernization upon terms whatsoever and to act as finance brokers, merchants and commission agents and to deal in Government Securities including Government bonds, loans, national Saving Certificate, posts office saving, schemes, units of investments other than Units of Unit Trust of India.
 2. To promote industrial finance, deposit or lend money, securities and properties to or with any company, body corporate, firm, person or association whether falling under the same management or otherwise, in accordance with and to the extent permissible under the provisions contained in Companies Act, 2013, with or without security and on such terms as may be determined from time to time. However, the Company shall not vary on the business of Banking as defined under the Banking Regulation Act, 1949, and to carry on and undertake the business of finance, investment and trading, hire, purchase, leasing and to finance lease operations of all kinds, purchasing, selling, hiring or letting on hire or all kinds of plant and machinery and equipment that the Company may think fit and to assist in financing operations of all and every kind of description of hire purchase or deferred payment or similar transactions and to subsidise finance or assist in subsidising or financing the sale and maintenance of any goods, articles or commodities of all and every kind of description upon any terms whatsoever and to purchase or otherwise deal in all forms of immovable and movable property including lands and buildings, plant and machinery, equipment, ships, aircraft, automobiles, computers and all consumer, commercial and industrial items and to lease or otherwise deal with them in any manner whatsoever including resale thereof.
 3. To provide a package of investment/ merchant banking services by acting as managers to Public Issue Securities, by underwriting Securities, act as issue House and to carry on the business of Agents to investment Schemes, Money Managers to secure and extena market support by conducting surveys, computer service, collecting data, information's and reports and to act as general traders and agents, to carry on the agency business and warehousing indenting and dealership business.



(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:-

1. To purchase or otherwise acquire, own, import, sell, export and deal in all, materials, substances, appliances, machines, containers and other articles and apparatus and things capable of being used in any of the aforesaid business and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the said business or any part thereof.
2. To acquire, build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engines, roadways, tramways, railways, branches of siding, bridges, reservoirs, water courses, wharves, electric works and other works and convenience which may seem necessary to achieve the main object of the company and to join with any other person or company in doing any of these things.
3. To buy, sell, manufacture, repair, alter, improve, exchange, let out on hire, import, export and deal in all factories, works, plants, machinery, tools, utensils, appliances, apparatus, products, materials substances, articles and things capable of being used in any business which this company is competent to carry on and to manufacture, experiment with, render marketable and deal in all products of residual and by- products incidental to or obtained in any of the business carried on by the company.
4. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire for any estate or interest, whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights or powers of any kinds which may appear to be necessary or convenient or any business of the company.
5. To pay for preliminary and pre-incorporation expenses of the Company.
6. Subject to the approval of shareholders under the provisions of Companies Act, 2013, to sell, exchange, mortgage, let on lease, royalty or tribute, grant licences, easements, option and other rights over and in other manner deal with or dispose of the whole or any part of the undertaking, property, assets, rights and effect of the company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid up or securities of any other company having objects whole or in part similar to those of the company or as may be approved by the shareholders.
7. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering service to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full or in part or otherwise.
8. To lend and advance money, either with or without security and give credit to such persons (including Government) and upon such terms and conditions as the Company may think fit, provide that the Company shall not carry on banking business within the meaning of Banking Regulations Act, 1949.
9. To undertake financial and commercial obligations, transaction and operations of all kinds.
10. To guarantee the performance of any contract or obligations of and the payment of money of or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further the objects of the Company.



11. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any Authority, Supreme, Municipal, Local or of any persons whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the purpose of the Company.
12. To subscribe for, underwrite, acquire hold and sell shares, share-stock, debentures, debenture-stock, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate or undertaking) of whatever nature and whatsoever constituted or carrying on business and to subscribe for, underwrite, acquire, hold and sell shares, debentures and debenture-stocks, and debenture-bonds, mortgages, obligations and other securities issued and guaranteed by any government sovereign ruler, commissioners, trust, municipal, local or other authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.
13. To invest in, other than in Company's own shares, any money of the Company not immediately required in any investments movable or immovable as may be thought proper and to hold, sell or otherwise deal with investments, shares or stock in the company as may be necessary for the purpose of the Company.
14. Subject to the applicable provisions of Companies Act, 2013 and the regulation made thereunder and the directions issued by Reserve Bank of India, to receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on the mortgages, charge or lien upon all or any of the property or assets of the Company (both present or future) including its uncalled capital and also by similar mortgage, charge or lien to secure and guarantee the performance by the Company, or any other person of Company, of any obligation undertaken by the Company provided that the company deal not do any banking business within the meaning of Banking Regulation Act, 1949.
15. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and other negotiable or transferable instruments or securities.
16. To apply for, purchase or otherwise acquire, and protect, prolong and renew, in any part of the world, any patents, patent rights, brevets d'inventions, trademarks, designs, licenses, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to their use or any secret or other information to any invention, process or privileges which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly, or benefit the company and to use, exercise, develop or grant licenses or privileges in respect of or otherwise turn to account, the property, rights and information so acquired and to carry on any business in any way connected therewith.
17. To spend money in experimenting on and testing and in improving or seeking to improve any patents, rights, inventions, discoveries, processed or information of the Company or which the Company may acquire or purpose to acquire.
18. To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees and otherwise in connection with the business of the company.



19. To acquire and undertake all, or any part of the business property and liabilities of any person, firm or company carrying on or proposing to carry on any business which this Company is authorised to carry on or possessed of property, suitable for the purposes of the Company.
20. To procure the registration or recognition of the company in or under the laws of any place outside India.
21. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls, management or development of the Company or any other object which in the opinion of the Company could or might directly or indirectly assist the companies in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all or any of the costs and expensed incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for service rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business or in or about the promotion of any other company in which the company may have an interest.
22. Subject to the provisions of Companies Act, 2013, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, corporation, joint venture or reciprocal with any person or persons or company or companies carrying on or engaged in any business which the Company is authorised to carry on.
23. To enter into any arrangement and take all necessary or proper steps with Governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the company or effecting any modification in the constitution of the company or for furthering the interests of the members and to oppose any such steps taken by any other Company, firm or person which may be considered likely, directly or indirectly, to prejudice the interest of the Company or its members, and to assist in the promotion whether directly or indirectly of any legislation which may seem advantageous to the Company and to obtain from any such Government authority and company any charters, contracts, decrees, right, grants, loans, privileges, or concession which the company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concession with the company may think is desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concession.
24. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibition of work or art or interest, by publication book and periodicals and by granting prizes, rewards and donations.
25. (a) To undertake and execute any trust, the undertaking of which may seem to the company desirable and either gratuitously or otherwise and vest any real or personal property, right or interests acquire by or belonging to the company in and person or declared trust in favour of the Company.

(b) To accept gifts including by way of Awards/prizes from Govt. and semi Govt. bodies and to give gifts and donations to create trusts for the welfare of employees, members directors and/or their dependents, heirs and children and for deserving object for another person's also and to act as trustees.



26. To apply the assets of the Company in any way in or towards establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce generally and particularly with the trade, including any association, institution or fund for the interests of masters, owners and employers against loss by bad debt, strike, combination fire, accidents or otherwise or for the benefit of any clerk, workman or others at any time employed by the Company or any its predecessors in business or their families or dependents and friendly, co-operative and other societies reading rooms, libraries, educational and charitable institution, refractories, dinning and recreation rooms, churches, chapels, school, and hospital and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.
27. To aid pecuniarily or otherwise, any association, body or movement having for an object the solution or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition, subject to the provisions of Companies Act, 2013.
29. Subject to the provisions of the Gift Tax Act, 1951 and the Statutory amendments thereof, the Company has power to make and receive gifts either in cash or other movable or immovable properties.
30. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation fund for the benefits of, and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any person who are or were at any time in the employment or service of the Company or is allied to or associated with the company or with any such subsidiary Company or who are or were at any time Directors or Officers of the company as aforesaid and the wives, windows, families and dependents of any such persons and also establish and subscribe to institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either, alone or in conjunction with any such other company as aforesaid.
31. To distribute among the members in specie or otherwise any property of the Company, or any proceeds of sale or disposal of any property of the Company, in the event of its winding up, but so that no distribution amounting to a reduction of capital be made expect with the sanction (if any) for the time being required by law.
32. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.
- *33. To carry on the business as contractors, designers, assemblers, repairers, servicing, buy and sell, import, export, install and deal in all kinds of fire fighting/protecting equipments and systems such as fire extinguishers, fire alarms, automatic, manual, mechanical, electronic smoke/fire detective systems, sprinkles along with pipes, pumps and control panel for protection of fire against fire/smoke/heat and to deal in all kinds of raw materials.

*Inserted clause no. 33 vide Special Resolution passed in Board Meeting held on 17th Day of December 2010



- *34. To carry on the business as contractors, designers, assemblers, repairers, servicing, buy, sell, import, export, install and deal in all kinds of Emergency Life Safety Signage, evacuation system made of Phosphorescent effect, Photo Luminescent, Glow Sign board, LED Board, LED Electronic Board, Life Safety Apparels, Road Safety Signage, Lights, Emergency Lights & equipments.
- *35. To carry on the business of manufacturing, producing, selling, distributing and bottling of beverages, aerated waters, soft drinks, mineral water, concentrate and fruit juices, punches, squashes.
- *36. To manufacture, bottle, produce, process, prepare, improve, create, buy, sell, distribute, import, export and deal in all kinds of foods, food products, cereals, spices, sugar, rice, wheat, flour, sugar cane, sugar products, jams, jellies, pickles, chutneys, marmalades, vinegars, sausages, ketchups, essences, ghee, butter, cheese, mailed foods, garden products preserved, canned and tinned fruits and vegetables, biscuits, ice creams, creams, dairy products, milk products and condensed milk, cakes, chocolates, potato wafers, potato products, snack foods, vegetable products, acetic acid, glucose, malts hops, mustard, essences, aerated waters, grains, meal, yeast preserved provisions and food and food products and deal in all others such materials and things used in connection with any of the above. And to carry on the business of bottlers, canners, packers, preservers, dehydrators, of all/any of the above.


IV. The liability of members is limited and this liability is limited to the amount unpaid on shares held by them.

V. The Authorised Share Capital of the Company is Rs. 4,58,73,600/- (Rupees Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred Only) divided into 45873600 (Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred) Equity shares of Rs. 1/- (Rupees One) each.



*Inserted clause no. 34, 35 and 36 vide Special Resolution passed in Board Meeting held on 17th Day of December 2010

We, the several persons, whose names and addresses are subscribed, hereto, are desirous of being formed into a Company in pursuance of THIS MEMORANDUM OF ASSOCIATION, and we respectively agree to take the number of shares in the Capital of the Company, set opposite our respective names :

No.	Name, Addresses, Description and Occupation of each Subscriber	Number and type of Shares Equity	Signature of Subscribers	Name, Addresses Description and Signature of Witnesses
1.	Magan Bihari Lal S/o Late Shri L.R. Saxena B-8/4, Vasant Vihar, New Delhi Business	Ten	Sd/-	<p>I witness the signatures of the subscribers.</p> <p>Sd/- S.L. Gupta B. Com., FCA, ACS Lat Vij & Co. Chartered Accountants 3/6, D.B. Gupta Road, New Delhi-110055</p> 
2.	Suresh Kumar Jerath S/o Shri H.L. Jerath 160, Dayanand Vihar, Delhi-110092 Business	Ten	Sd/-	
3.	Tek Chand Chandel S/o Shri P.L. Chandel IX/1934, Street No. 2, Kailash Nagar, Delhi-110031 Service	Ten	Sd/-	
4.	Net Ram Saini S/o Shri C.L. Saini 1461-A, Najab Garh New Delhi Business	Ten	Sd/-	
5.	Subhash Chander Dawar S/o Late Shri M.L. Dawar H-204, Narain Vihar, New Delhi-110028 Business	Ten	Sd/-	
6.	Subhash Chander S/o Shri Chand Narain P-10, Prashad Nagar, New Delhi-110005 Service	Ten	Sd/-	
7.	V.S. Jain S/o Shri H.S. Jain E 1/13, Malviya Nagar, New Delhi Service	Ten	Sd/-	
	Total	70 (Seventyonly)		

Place: New Delhi

Dated: 25th October, 1985

ADVIK CAPITAL LIMITED

(Formerly known as Advik Industries Limited)

CIN : ~~XXXXXXXXXX~~

Regd. Office: Advik House, Plot No-84, Khasra No.143/84,
Extended Lal Dora, 100 ft Road, Kanjhawala, Delhi-110081

E-mail: Info@advikgroup.com | Tel: +91-11-25952595

Fax: +91-11-25952525 | Help Line : +91-9136311500

www.advikgroup.com

L65100DL1985PLC022505



Date: 21-11-2017

BSE Limited
Corporate Relationship Department
25th Floor, P J Towers
Dalal Street, Fort,
Mumbai-400 001

BSE Scrip Code: 539773

UNDERTAKING OF THE COMPANY FOR STOCK SPLIT

The Company has fixed 15/12/2017 (Friday) as Record date for the purposes of subdivision of face value of equity shares of Rs. 10/- into the equity shares of the face value Rs. 1/- each, fully paid-up.

We hereby undertake that the Company will set up Auto Corporate Action with both the Depositories-CDSL & NSDL for execution before beginning of the day (BOD) on the trading day succeeding the Record Date.

Further, the Company undertakes to resolve any complaint on account of the failure on the part of Company to complete, all formalities for execution of Auto Corporate Action.

Thanking You

For Advik Capital Limited
(formerly known as Advik Industries Limited)

Virender Kumar Agarwal
Managing Director
DIN: 00531255



ADVIK CAPITAL LIMITED

(Formerly known as Advik Industries Limited)

CIN : ~~XXXXXXXXXX~~

Regd. Office: Advik House, Plot No-84, Khasra No.143/84,
Extended Lal Dora, 100 ft Road, Kanjhawala, Delhi-110081

E-mail: Info@advikgroup.com | Tel: +91-11-25952595

Fax : +91-11-25952525 | Help Line : +91-9136311500

www.advikgroup.com

L65100 DL1985 PLC022505



Date: 21-11-2017

BSE Limited
Corporate Relationship Department
25th Floor, P J Towers
Dalal Street, Fort,
Mumbai-400 001

BSE Scrip Code: 539773

UNDERTAKING OF THE COMPANY FOR TREATMENT OF FRACTIONS

The Company has fixed 15/12/2017 (Friday) as Record date for the purposes of subdivision of face value of equity shares of Rs. 10/- into the equity shares of the face value Rs. 1/- each, fully paid-up.

We hereby undertake that for the sub-division of face value of equity shares as stated above, there are no fractions entitlements subsequently there was no treatment of fractions shall be applicable.

Thanking You

For Advik Capital Limited
(formerly known as Advik Industries Limited)

Virender Kumar Agarwal
Managing Director
DIN: 00531255



ADVIK CAPITAL LIMITED

(Formerly known as Advik Industries Limited)

CIN : ~~XXXXXXXXXX~~ 265100 DL1985 PLC022505

Regd. Office: Advik House, Plot No-84, Khasra No.143/84,

Extended Lal Dora, 100 ft Road, Kanjhawala, Delhi-110081

E-mail: Info@advikgroup.com | Tel: +91-11-25952595

Fax : +91-11-25952525 | Help Line : +91-9136311500

www.advikgroup.com



Date: 21-11-2017

BSE Limited
Corporate Relationship Department
25th Floor, P J Towers
Dalal Street, Fort,
Mumbai-400 001

BSE Scrip Code: 539773

Dear Sirs,

Sub: Share Capital (Pre & Post Sub-Division)**Capital Structure of the Company—before split of Equity Shares:**

Particulars	No. of shares	Amount (in Rs.)
Authorised Capital	4587360	45873600
Issued Capital	4587360	45873600
Subscribed Capital	4587360	45873600
Paid-up Capital	4587360	45873600

Capital Structure of the Company—after split of Equity Shares:

Particulars	No. of shares	Amount (in Rs.)
Authorised Capital	45873600	45873600
Issued Capital	45873600	45873600
Subscribed Capital	45873600	45873600
Paid-up Capital	45873600	45873600

Thanking You

For Advik Capital Limited
(formerly known as Advik Industries Limited)

[Signature]
For ADVIK CAPITAL LIMITED

VIRENDER KUMAR AGARWAL
Managing Director
DIN: 00531255

SHARE CERTIFICATE

ADVIK CAPITAL LIMITED

CIN : L65100DL1985PLC022505

(formerly known as Advik Industries Limited)
(Incorporated under the Companies Act, 1956)

Regd. Office : Plot No. 84, Khasra No. 143/84, Ground Floor,
Extended Lal Dora, Kanjhawla, Delhi-110081

Certificate No. Share Ledger Folio

No. of Shares from

to (both inclusive)

Name

Father's/Husband's Name

Occupation

Address

Given under the Common Seal of the Company

This day of

Secretary / Authorised Signatory Director Director

MEMORANDUM OF CALLS PAID				
Date of Receipt	Particulars	Per - Share	Amount	Signature
	Application.....			
	Allotment.....			
	1st Call.....			
	2nd Call.....			
	3rd Call.....			

Form No. SH-1

SHARE CERTIFICATE

[Pursuant to sub-section (3) of section 46 of the Companies Act, 2013 and rule 5(2) of the Companies (Share Capital and Debentures) Rules 2014]

ADVIK CAPITAL LIMITED

CIN : L65100DL1985PLC022505

(formerly known as Advik Industries Limited)
(Incorporated under the Companies Act, 1956)

Regd. Office : Plot No. 84, Khasra No. 143/84, Ground Floor, Extended Lal Dora, Kanjhawla, Delhi-110081

THIS IS TO CERTIFY that the person (s) named in this certificate is/are the Registered Holder (s) of the within mentioned share (s) bearing the distinctive number (s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the Company and the amount endorsed herein has been paid up on each such share.

EQUITY SHARES PAID-UP AMOUNT	EACH PER SHARE	OF SHARE	RUPEES 1/-	RUPEES 1/-

Regd. Folio No.

Certificate No.

Name(s) of Holder(s)

No. of Share(s) held (In figure) :-

No. of Share(s) held (In words) :-

Distinctive No.(s) From To

(Both inclusive)

Given under the Common Seal of the Company this

Day of

[Signature]
Director

[Signature]
Director

Secretary / Authorised Signatory

Note : No Transfer of the Share(s) comprised in the certificate can be registered unless accompanied by this certificate.