



# SHAIVAL REALITY LIMITED

A-1, Maharaja Palace, Near Vijay Char Rasta, Navrangpura, Ahmedabad-380 009. ☎: 26407802, 26404097 (F) 26400224.  
E-mail :- shaivalgroup@gmail.com • Website : www.shaivalgroup.ooo • CIN No. : L45201GJ1996PLC029311

## NOTICE

**NOTICE** is hereby given that the Extra-ordinary General Meeting of the Members of *Shaival Reality Limited* will be held at the Registered Office of the Company at *A/1, Maharaja Palace, Near Vijay Cross Road Navrangpura Ahmedabad, 380009, Gujarat*, on *Thursday, November 02, 2017 at 12.00 'O' Clock* to transact, the following:

### **SPECIAL BUSINESS**

***To consider and if thought fit, to pass, with or without modification, the following Resolution:***

#### **As Special Resolution**

##### **Reso. No. 1.**

**“RESOLVED THAT** pursuant to the provisions of Section 62,63, Rules made there under and other applicable provisions if any of the Companies Act, 2013 and subject to approval of Articles of Association of the Company, the approval be and is hereby granted to issue further share capital of Rs. 9,64,50,000 (Rupees Nine Crores Sixty Four Lakhs Fifty Thousand Only) divided into 96,45,000 (Ninety Six Lakhs Forty Five Thousand) Equity Shares of Rs. 10 (Ten) each to the existing shareholders of the Company by the way of Bonus Issue on such terms and conditions as are ranking pari passu with the shares already issued.”

**RESOLVED FURTHER THAT** the allotment of the Bonus shares as aforesaid, to the extent they relate to the Non Resident Members of the Company, if any, shall be subject to such approval of the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and Regulations there under, as amended from time to time, as may be necessary.

**“RESOLVED FURTHER THAT** fractions, if any, arising out of the issue and allotment of the Bonus equity shares shall be allotted by the Company and the Company shall not issue any certificate or coupon in respect thereof but all fractional entitlements, if any, shall be processed as per the discretion of the Board and subject to the applicable provisions thereto.

**RESOLVED FURTHER THAT** the Board of Directors, be and are hereby authorised to take from time to time all decisions and take such steps as may be necessary for completing the above resolution including obtaining the necessary approvals whether statutory, contractual or otherwise in this regard and for the purpose and other terms and conditions of such transactions as they may, in their sole and absolute discretion, deem appropriate

**RESOLVED FURTHER THAT** Mr. Mayur M. Desai, the Managing Director, Mrs. Sonal M. Desai, Mr. Shaival M. Desai, the Directors or Ms. Priyanka Choubey, Company Secretary, of the company, be and are hereby severally authorised to file necessary forms with the Registrar of Companies, Ahmedabad and to do or cause to do such other acts, deeds things and execute all such documents, undertaking as may be considered necessary in connection with or incidental to the above.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred by this resolution on it, to any Committee of Directors or any Director(s) or officer(s) of the Company to give effect to the aforesaid resolution.”

**Date:** 10<sup>th</sup> October, 2017

#### **Place:**

*A/1, Maharaja Palace,  
Near Vijay Cross Road Navrangpura,  
Ahmedabad, 380009, Gujarat*

**By Order of the Board  
Shaival Reality Limited**





Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE.**
2. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The Notice of the EGM along with the explanatory statement is sent to all members via email at the email address registered with the RTA.
4. 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 at the Meeting.
5. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements, if any, are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
6. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
7. All Members are requested to
  - ✓ intimate immediately any change in their address to Company's Registrar and Share Transfer Agent
  - ✓ Send all correspondence relating to transfer and transmission of shares to Registrar of shares to Registrar and Transfer Agent and not to the Company. Quote their Folio No. / Client ID No. in their correspondence with the Registrar and Share Transfer Agent.
  - ✓ Send their queries related to accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.
  - ✓ Intimate Registrar and Share Transfer Agent *M/s Bigshare Services Private Limited* for consolidation of folios, in case having more than one folio .
  - ✓ Bring their copies of annual report and attendance slip with them at the meeting.





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- ✓ Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank detail, mandates, nominations, power of attorney etc to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in Company's records which will help the Company and its Registrars and Transfer Agents, M/s Bigshare Services Private Limited, to provide efficient and better service to the Members. Members holding share in physical form are requested to advice such changes to the Company's Registrar and transfer agents, M/s Bigshare Services Private Limited. Members still holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares. Members can contact the Company's Registrar & Transfer Agent, M/s Bigshare Services Private Limited.
8. The Company is concerned about the environment and utilizes natural resources in a sustainable way. The Ministry of Corporate Affairs, Government of India, has permitted companies to send official documents to their Members electronically as part of its green initiatives in corporate governance. To support the green initiative of the Ministry of Corporate Affairs, the Notice convening the EGM along with explanatory etc. is being sent by electronic mode to those Members whose email addresses are registered with the RTA / Depositories, unless any Member has requested form a physical copy of the same.
9. Members may note that this Notice along with necessary annexure will also be available on the Company's website www.shaivalgroup.ooo.

**Date:** 10<sup>th</sup> October, 2017

**Place:**

A/1, Maharaja Palace,  
Near Vijay Cross Road Navrangpura,  
Ahmedabad, 380009, Gujarat

**By Order of the Board  
Shaival Reality Limited**





**SHAIVAL**  
**REALITY LIMITED**

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(Pursuant to Section 102 of the Companies Act, 2013)

**Item No. 1**

The Board of Directors of the Company at their meeting held on September 05, 2017, considered it desirable to recommend issue of Bonus shares in the proportion of 5 (Five) Bonus Equity Share of Rs. 10 for every 1 (One) fully paid-up Equity Shares of Rs. 10/- each held as on a 'record date' to be determined by the Board, which has been approved by the members in the Annual General Meeting dated 28<sup>th</sup> September, 2017.

Accordingly, this resolution seeks the approval of Members to issue further share capital of Rs. 9,64,50,000 (Rupees Nine Crores Sixty Four Lakhs Fifty Thousand Only) divided into 96,45,000 (Ninety Six Lakhs Forty Five Thousand) Equity Shares of Rs. 10 (Ten) each to the existing shareholders of the Company by the way of Bonus Issue.

None of the Directors of your Company is, in any way, concerned or interested in this resolution.

A Draft copy of all the relevant documents can be inspected by the on all working days of the Company, during business hours up to the date of the Meeting.

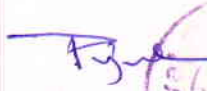
The Board of Directors accordingly recommends the resolution for your approval.

***Date: 10<sup>th</sup> October, 2017***

***Place:***

*A/1, Maharaja Palace,  
Near Vijay Cross Road Navrangpura,  
Ahmedabad, 380009, Gujarat*

***By Order of the Board  
Shaival Reality Limited***

  
***(Company Secretary)***

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**PROXY FORM**

{Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014}

**Name of the Member(s) :**  
**Registered Address :**  
**E- mail Id :**  
**Folio No :**  
**DP Id :**

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

1. Name :

Address :

E-mail ID :

Signature : \_\_\_\_\_, or failing him

2. Name :

Address :

E-mail ID :

Signature: \_\_\_\_\_, or failing him

3. Name :

Address :

E-mail ID :

Signature: \_\_\_\_\_,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on *Thursday, November 02, 2017 at 12.00 'O' Clock* at A/1, Maharaja Palace, Near Vijay Cross Road, Navrangpura, Ahmedabad – 380009 and at any adjournment thereof in respect of resolutions as are indicated below:

| Resolution No. | Resolution Proposed                                                                                                                                                                                                                                                                | Optional* |         |
|----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------|
|                |                                                                                                                                                                                                                                                                                    | For       | Against |
| 1              | To issue further share capital of Rs. 9,64,50,000 (Rupees Nine Crores Sixty Four Lakhs Fifty Thousand Only) divided into 96,45,000 (Ninety Six Lakhs Forty Five Thousand) Equity Shares of Rs. 10 (Ten) each to the existing shareholders of the Company by the way of Bonus Issue |           |         |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp

Note: 1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

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**Website:www.shaivalgroup.ooo**

**ATTENDANCE SLIP**

**(Please complete this attendance slip and hand it over at the entrance of the Hall)**

|                                |  |
|--------------------------------|--|
| <b>Name of the Member(s) :</b> |  |
| <b>Registered Address :</b>    |  |
| <b>E- mail Id :</b>            |  |
| <b>Folio No :</b>              |  |
| <b>DP Id :</b>                 |  |

I, hereby record my presence at the 2/ 2017-18 Extra ordinary General Meeting of the Company on Thursday, November 02, 2017 at 12.00 'O' Clock at A/1, Maharaja Palace, Near Vijay Cross Road, Navrangpura, Ahmedabad – 380009 .

***Signature of the Shareholder/Proxy/Representative\****

\*Strike out whichever is not applicable

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**Note:**

***1. Please hand over the Attendance Slip duly completed and signed at the REGISTRATION COUNTERS***

***2. Copy of the Notice of the Extra Ordinary General Meeting (EGM) along with Attendance Slip and Proxy Form is sent to all the members at their respective address registered with the company.***

**Route Map for the Venue**

