

AURUM CAPITAL PROJECTS LIMITED

CIN: L67120UP1992PLC014607

2nd Floor, Y.M.C.A Complex, 13, Rana Pratap Marg, Lucknow – 226001. Phone: 0522- 2209402

Email: admin@aurumcapitalprojects.com;

NOTICE

Notice is hereby given that the 30th Annual General Meeting ('AGM') of the Members of Aurum Capital Projects Limited will be held on Wednesday, 28th September 2022, at 11.30 A.M at Hall no. 3, Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow- 226001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2022, together with Director's Report and the Auditor's Report thereon.
2. To appoint a Director in place of Mr. Sanjay Kumar Bhutani (DIN -01415528) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. CHANGE IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) ('the Act'), subject to the due approval of Registrar of Companies and Reserve Bank of India, consent of the shareholders of the Company be and is hereby accorded to alter the Object clause of the Memorandum of Association of the Company by adding the following sub clause (6) after sub clause (5) of clause III (A) of the Memorandum of Association of the Company:

- 6. To carry on, deal, engage or otherwise engage in the business of real estate, infrastructure development and construction whether as promoter, builder, developer, contractor, consultant, agent etc. and to undertake all such activities and support services connected and customarily, usually and conveniently carried on therein with.*

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such acts, deeds, suitable amendments, matters and things including preparation and filing of all forms/documents with Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution.”

4. TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and reenactment(s) thereof for the time being in force) and the rules framed there under, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present Rs.3,50,00,000/- (Rupees Three Crores Fifty Lakhs Only) divided into 35,00,000 (Thirty Five Lakhs only) Equity Shares of Rs. 10/- each to Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 1,00,00,000 (One crore only) Equity Shares of Rs. 10/- by creation of additional 65,00,000 (Sixty Five Lakhs only) Equity Shares of Rs. 10/- each ranking paripassu in all respect with the existing Equity Shares of company.”

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:

“The Authorised Share Capital of the Company shall be Rs 10,00,00,000 (Rupees Ten Crores Only) divided into 1000000 (One Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only).”

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such acts, deeds, matters and things including preparation and filing of all forms/documents with Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution.”

By order of the Board of Directors
For Aurum Capital Projects Limited

Sd/-
Geetanjali
COMPANY SECRETARY

Place: Lucknow
Dated :27.08.2022

NOTES:

1. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote in case of poll only, on his/her behalf and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company duly completed, stamped and signed, not less than forty eight hours before the scheduled time of the AGM.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy. However, such person shall not act as proxy for any other person or shareholder.

2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the notice is annexed hereto and forms part of the Notice.
3. Corporate Members intending to send their authorized representatives to attend the AGM 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 AGM.
4. In case of joint holders attending the AGM, only such joint holders who are higher in the order of names will be entitled to vote.
5. The Register of Members and Transfer Books of the Company will remain closed from Wednesday, 21st September, 2022 to Wednesday, 28th September, 2022 (both days inclusive).
6. Route-map of the venue of the 30th Annual general Meeting of the company is provided in the Annual Report for the convenience of the members.
7. Members attending the Annual general Meeting at the venue are required to take proper precautions for attending the meeting as suggested by the authorities from time to time amidst COVID-19 pandemic situation.
8. Brief resume of the directors proposed to be re-appointed at the ensuing 30th Annual General Meeting in terms of Regulation 36(3) of the Listing Regulations and the Secretarial Standard-2 on 'General Meetings' is annexed to the Notice.
9. All relevant documents referred to in the Notice and Explanatory Statement and Statutory Registers are open for inspection at the Registered Office of the Company on all working days (except Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of the AGM.
10. Members holding shares in physical form are requested to notify change in address, Bank mandate and Bank particulars for printing the same on the dividend warrants, if any, under their signatures to the Company. Members holding shares in electronic form may, therefore, give instructions regarding bank accounts in which they wish to receive dividend to their respective Depository Participants ('DPS') only.
11. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('the Listing Regulations'), as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with

physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or its Registrar and Transfer Agent ('RTA'), M/s. Skyline Financial Services Private Limited('Skyline') for the same.

12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the DPs with whom they maintain their demat accounts. Members holding shares in physical form are requested to submit their PAN to RTA M/s SkylineFinancial Services Private Limited.
13. Members are requested to forward all their share transfers and other communications to the RTA of the company and are further requested to always quote their folio number/DP ID, - Client ID in all correspondences.
14. Members holding shares in single name are advised to make nomination in respect of their shareholding in the company.
15. Members may please note that the SEBI has, vide Gazette Notification no. SEBI/LAD-NRO/GN/2022/66 dated 24th January, 2022 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, mandated the listed companies to issue securities in dematerialized form only, while processing service requests viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition received from the shareholder/claimant. The shareholders/claimant are requested to make service requests by submitting a duly filled and signed Form ISR - 4. Upon receipt of service request(s) from shareholder/claimant, the RTA of the Company shall verify and process the said request and thereafter issue 'letter of conformation' in lieu of physical securities certificate to the shareholder/claimant, within 30 days of its receipt of such request or after removing objections, if any. Within 120 days (One Hundred and Twenty days) of issue of the Letter of Confirmation, the shareholder/claimant shall lodge a dematerialization request with its Depository Participant for dematerializing the securities by submitting the original 'Letter of Confirmation' received from RTA. In case the shareholder/claimant fails to submit the demat request within the aforesaid period, the Company shall credit shares to Suspense Escrow Demat Account of the Company opened for the said purpose. It may be noted that any service request can be processed only after the folio is KYC Compliant.
16. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested maintained under Section 189 of the Act are open for inspection at the Registered Office of the Company during the office hours on all working days, except Saturdays between 11.00 a.m. and 1.00p.m up to the date of the 30th Annual General Meeting and will be open for inspection during the Annual General Meeting also.
17. To support the Green Initiative, members who have not registered their email addresses are requested to register the same with the Company's RTA / their Depository Participants, in respect of shares held in physical / electronic mode, respectively.
18. The SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 read with Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated 14th December, 2021 had specified the common and simplified norms for processing certain prescribed service request(s) of shareholders by RTAs and norms for holders of share(s) in physical form for raising the requests with regard to registration or changes / updation of PAN, KYC, nomination and also for banker's attestation of the signature of the shareholder in the event of major mismatch in the signature of the shareholder. All holders of shares in physical form are requested to furnish / update the PAN, Nomination, Contact details, Bank account details and specimen signature to the RTA of the Company or by email to them from their registered email id in Form ISR-1 and ISR-2 respectively.
19. The SEBI has further clarified that Physical folios wherein the PAN, KYC and Nomination details are not available on or after 1st April, 2023, shall be frozen by the RTA and will be eligible for lodging any service request or receiving payment including dividend only after registering the required details. The said physical folios shall be referred by the Company or RTA to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on 31st December, 2025. Members are advised to register/update their PAN, KYC and Nomination details with the RTA, in compliance with the said Circular for smooth processing of their service request(s).

20. As per the provisions of Section 72 of the Act and aforesaid SEBI Circulars, the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or Form SH-14 as the case may be. Members are requested to submit these details to their DP, in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.
21. The shares of the Company are listed on Metropolitan Stock Exchange of India Limited. Listing fees for the financial year ending 31st March, 2023 has been paid to the stock exchange.
22. The cut-off date for the purpose of determining eligibility of members for voting (both remote e-voting and voting through polling papers at the AGM) in connection with the 30th Annual General Meeting has been fixed as Wednesday, 21st September, 2022 (The 'cut-off date' wherever appears shall mean Wednesday, 21st September, 2022)
23. In view of the COVID-19 pandemic and resultant lockdown, all the request(s) received from the shareholders by the Company or its RTA were addressed in accordance with the timelines / relaxations as provided by the Statutory Authorities, from time to time.
24. Members/proxies are requested to bring their copy of the Annual Report and the duly completed attendance slip to the AGM.
25. The copy of Annual Report, notice of AGM, notice of e-voting, etc. are being sent to the Members through e-mail who have registered their email ids with their DPs / RTA. Members whose e-mail id is not registered with the Company will be sent physical copies of the same at their registered address through permitted mode.
26. Annual Reports will also be available in the Financials section on the website of the Company at www.aurumcapitalprojects.com.

27. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Sunday, 25th September, 2022 at 9.00 A.M and ends on Tuesday, 27th September, 2022 at 5.00 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 (record date) of Wednesday, 21st September, 2022 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) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below :

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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. CDSL and NSDL

Login type	Helpdesk details
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 toll free no. 1800 22 55 33.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or

	contact Company/RTA.
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 (3).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non - Individual Shareholders and Custodians -Remote Voting**
- 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 in the “Corporates” module.
 - 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 a 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.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;

admin@aurumcapitalprojects.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

REQUEST TO THE MEMBERS:

- a) Intimate changes, if any, in their registered office immediately.
- b) Quote their ledger folio number in all their correspondence.
- c) Handover the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.
- d) Send their email address to the Share Transfer Agent for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the company.

By Order of the Board
For AURUM CAPITAL PROJECTSLIMITED

Sd/-
Geetanjali
COMPANY SECRETARY

Place: Lucknow
Date: 27.08.2022

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND 17(11) OF SEBI LODR (AMENDMENT) REGULATIONS, 2018.

ITEM No.3: CHANGE IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

The Directors propose to venture into the Real Estate, Infrastructure development and Construction business along-with the existing NBFC activities undertaken by the company. The NBFC business of the company has witnessed reasonable growth and the directors propose to take up the new activities directly and/or by investing into companies engaged in real estate and infrastructure business activities. The Directors are of the opinion that this shall not only enlarge the business horizon of the company but also yield better returns along-with better risk management of funds employed. The Directors see huge business potential into the activities being proposed to be added in the main objects. The proposed business shall be taken up with due compliance of all statutory regulations as applicable thereto.

It is therefore proposed to add sub clause (6) to the Main Object clause of the Memorandum of Association of the Company as indicated in the Notice.

As per Section 13 of the Companies Act, 2013, the Memorandum of Association of the company can be altered by passing a Special Resolution in a meeting of shareholders. Therefore, the resolution is recommended as Special Resolution in the ensuing Annual general Meeting.

None of the Directors, Key Managerial Personnel and Relatives of the Directors / Key Managerial Personnel of the Company is interested in the proposed Resolution.

Item No.4: TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY

The Authorised Share Capital of the Company as on date is Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each. Further, the Paid-up Equity Share Capital of the Company is Rs.3,21,05,000 (Rupees Three Crores Twenty One Lakhs Five Thousand Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The Reserve Bank of India has vide Notification RBI/2021-22/112 no.DOR.CRE.REC.No.60/03.10.001/2021-22 dated 22.10.2021 to regulate the NBFC's, stipulated a minimum requirement of Net Owned Fund (NOF) for NBFCs at Rs.10 crore which is to be achieved in a phased manner. The company, in order to timely comply with these requirements proposes to increase its share capital to the required levels.

It is accordingly proposed to increase the present authorized share capital of the Company of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs Only) divided into 3500000 (Thirty Five Lakhs) Equity Shares of Rs. 10/- each to Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 10000000 (One Crore) Equity Shares of Rs. 10/- each ranking *pari-passu* in all respect with the existing Equity Shares of company. Consequently the Memorandum of Association of the Company needs to be altered by substituting Clause V of the Authorised Share Capital as set out in the resolution.

Pursuant to Section 13 and 61 of the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution in their meeting to that effect. The Directors recommend the Resolution set out in the Notice for the approval of the Members. Increase in Authorised Share Capital and consequent amendment in Memorandum of Association shall be given effect by passing an Ordinary Resolution in a meeting of shareholders. Therefore, the resolution is recommended as Ordinary Resolution in the ensuing Annual general Meeting.

None of the Directors, Key Managerial Personnel and Relatives of the Directors / Key Managerial Personnel of the Company is interested in the proposed Resolution.

BRIEF PROFILE OF DIRECTORS BEING APPOINTED/ REAPPOINTED AT THE 30th ANNUAL GENERAL MEETING

As per the requirement of Companies Act, 2013, Regulations 36(3) of the Listing Regulations and Secretarial Standard for appointment/re-appointment of the Director, statements containing details of the concerned Director is given below:

NAME	SANJAY KUMAR BHUTANI
DIN	01415528
Age	58 years
Date of First Appointment on the Board	03.08.1992
Qualification	Fellow member of Institute of Chartered Accountants of India (ICAI)
Nature of his expertise in specific functional areas	He is a Practicing Chartered Accountant and carries a vivid experience of over 32 years in the field of Taxation, Audit & Assurance services
Term and conditions of appointment/reappointment	Mr. Sanjay Kumar Bhutaniretires by rotation at the ensuing AGM and being eligible, seeks re-appointment.
Remuneration Last Drawn	Nil
Remuneration proposed to be paid	Nil
Other Directorships	Nil
Number of Listed Entities from which the person has resigned in past three years	Nil
Shareholding in the company	128700 shares
Relationships with any Director(s) of the Company	None
Number of Board Meeting attended during the year	04
Summary of Performance, Evaluation/Justification for choosing the appointees for appointment as Independent Directors	Not Applicable

By Order of the Board
For AURUM CAPITAL PROJECTSLIMITED

Sd/-

GEETANJALI
COMPANY SECRETARY

Place: Lucknow
Date: 27.08.2022

Form No. MGT-11

PROXY FORM

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

CIN	:	L67120UP1992PLC014607
Name of the Company	:	Aurum Capital Projects Limited
Registered Office	:	2 nd Floor, YMCA Complex, 13, RanaPratapMarg, Lucknow-226001
Name of the Member(s)	:	
Registered Address	:	

E-mail Id	Folio No /*Client ID	*DP ID
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Name :	E-mail Id:
Address:	Signature:
	or falling him/her

Name :	E-mail Id:
Address:	Signature:
	or falling him/her

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company to be held on Wednesday, 28th September, 2022, at 11.30 A.M at Hall no. 3, Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow- 226001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Ordinary Business/Special Business	Resolution(s)	Vote		
			For	Against	Abstained
1.	Ordinary Business	To receive, consider and adopt the audited Financial Statements of the company for the financial year ended March 31, 2022 together with the reports of the Board of Directors' and Auditors thereon.			
2.	Ordinary Business	Re-appointment of Mr. Sanjay Kumar Bhutani (DIN: 01415528), Director who retires by rotation and being eligible, seeks re-appointment.			
3.	Special Business	Change in the Object Clause Of Memorandum Of Association of the Company.			
4.	Special Business	To Increase the Authorised Share Capital of the Company.			

Signature of first proxy

Signature of second proxy

Signature of Shareholder



Signed this.....day of..... 2022.

** Applicable for members holding shares in Electronic Form*

NOTE:

This form of Proxy in order to be effective should be duly submitted and deposited at the registered office of the Company, not less than forty-eight (48) hours before the commencement of the meeting.

1. Each equity share of the Company carries one vote.

Attendance Slip for 30th Annual General Meeting

ATTENDANCE SLIP

Date: 28.09.2022	Time: 11:30 A.M
Venue: Hall no. 3, Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow- 226001	

Name and Registered Address of the
Sole/First named Member
Name(s) of the Joint Holders, if any :
Ledger Folio/DP ID & Client ID No. :
Number of Shares held :
Please tick in the box
 Member Proxy

Members signature

Name of the Proxy in Block Letter

Proxy 's signature

Note:

- a) Shareholder / Proxy holder wishing to attend the meeting must bring this Attendance Slip along with a valid identity proof for admission and hand over the Attendance Slip at the entrance duly signed. Please fill this attendance slip and hand it over at the entrance of the hall.
- b) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- c) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- d) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
25 th September, 2022 at 09:00 A.M. (IST)	27 th September, 2022 at 5:00 P.M. (IST)

MAP FOR AGM VENUE

