

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 32nd Annual General Meeting ('AGM') of the Members of Aurum Capital Projects Limited will be held on Friday, 13th September 2024, at 11.30 A.M at 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, 2024, 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.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and rules made thereunder (including any statutory modification and re-enactment thereof) and other applicable provisions, if any of the Companies Act, 2013, Mr. Sanjay Kumar Bhutani (DIN –01415528) who retires by rotation and being eligible has offered himself for appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. TO APPROVE CONTINUATION OF MR. RAVI SHANKAR MALVIYA (DIN:08397352) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS

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

"RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (including any amendments thereto or reenactment thereof, for the time being in force) (hereinafter collectively referred to as the "Applicable Laws") approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of MR. RAVI SHANKAR MALVIYA (DIN:08397352) as Non-executive Independent Director of the Company beyond the age of 75 years till the expiry of his second term till 24th March, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby severally and/or jointly authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. RE-APPOINTMENT OF INDEPENDENT DIRECTOR MR. RAVI SHANKAR MALVIYA (DIN:08397352) FOR ANOTHER TERM OF FIVE (5) YEARS.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Ravi Shankar Malviya (DIN:08397352) who meets the criteria for independence under Section 149(6) of the Act and the Rules

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made thereunder and Regulation 16(1)(b) of the LODR Regulations and who is eligible for re-appointment and in respect of whom based on his evaluation of performance, the Nomination and Remuneration Committee has re-commended his re-appointment to the board and be and is hereby re-appointed as an Independent Director of the Company for a period of 5 (Five) consecutive years till March 24, 2029, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby severally and/or jointly authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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

Sd/-
Geetanjali
(Company Secretary)

Place: Lucknow
Dated:14.08.2024

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 Saturday, 07th September, 2024 to Friday, 13th September, 2024 (both days inclusive).
6. Route-map of the venue of the 32nd Annual general Meeting of the company is provided in the Annual Report for the convenience of the members.
7. The Board has appointed M/s CP Shukla & Co., Practicing Company Secretary, as the scrutinizer for conducting e-voting process in affair and transparent manner.

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8. Brief resume of the directors proposed to be re-appointed at the ensuing 32nd 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 Skyline Financial 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

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office hours on all working days, except Saturdays between 11.00 a.m. and 1.00p.m up to the date of the 32nd 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, 2024 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 32nd Annual General Meeting has been fixed as Saturday, 07th September, 2024 (The 'cut-off date' wherever appears shall mean Saturday, 07th September, 2024)
23. Members/proxies are requested to bring their copy of the Annual Report and the duly completed attendance slip to the AGM.
24. 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.
25. Annual Reports will also be available in the Reports section on the website of the Company at www.aurumcapitalprojects.com.

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26. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Tuesday 10th September 2024 at 9.00 A.M and ends on Thursday, 12th September 2024 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 Saturday 07th September 2024 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (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 CDSL/NSDL is given below:

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, 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 cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 Depository	<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.nsdl.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.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is

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	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 (DP)	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 21 09911
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

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- 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 Physical shareholders and other than individual shareholders holding shares in Demat.
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">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)	<p>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.</p> <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.

- (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.

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- (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) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - 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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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 mandatory 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 & joining virtual meetings through Depository.

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If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

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 at toll free no. 1800 21 09911.

By Order of the Board of the Directors
For AURUM CAPITAL PROJECTSLIMITED

Sd/-
Geetanjali
(Company Secretary)

Place: Lucknow
Date: 14.08.2024

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ANNEXURE TO THE NOTICE

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

ITEM No.:3: To Approve Continuation of Mr. Ravi Shankar Malviya (DIN: 08397352) as a Non-Executive Independent Director beyond the age of 75 Years.

Mr. Ravi Shankar Malviya (DIN: 08397352) was appointed as an Independent Non-Executive Director of the Company by the members at the 27th Annual General Meeting of the Company held on 30th September, 2019 for a period of five consecutive years commencing from March 24, 2019 to March 24, 2024. Mr. Ravi Shankar Malviya is also proposed to be appointed as Non-Executive Non-Independent Director for the second term commencing from March 24th, 2024 to March 24th,2029.

In terms of Regulation 17(1A) of SEBI Listing Regulations, consent of members by way of special resolution is required for appointment or continuation of directorship of Independent Non-Executive Director, beyond the age of 75 years.

Further, Mr. Ravi Shankar Malviya has attained the age of 75 years and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current second proposed term till March 24, 2029.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Ravi Shankar Malviya as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to continuation of directorship of Mr. Ravi Shankar Malviya as an Independent Director till the expiry of his current second proposed term till March 24, 2029 for the approval by the shareholders of the Company.

Save and except Mr. Ravi Shankar Malviya, being an appointee, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in this Resolution.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the Members.

ITEM No.4: Re-Appointment of Mr. Ravi Shankar Malviya (DIN: 08397352) as the Independent Director of the Company

The shareholders at the 27th Annual General Meeting ('AGM') approved the appointment of Mr. Ravi Shankar Malviya as an Independent Director for a term of five consecutive years from March 24, 2019 to March 24, 2024. Mr. Malviya's term as an Independent Director expired on March 24, 2024. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee recommend the re-appointment of Mr. Ravi Shankar Malviya (DIN: 08397352) as an Independent Director for a second term of five years with effect from March 24, 2024 to March 24, 2029 subject to shareholders' approval.

Mr. Ravi Shankar Malviya has given his consent to act as Director of the Company and further, has given a declaration that he meets the criteria of independence provided under the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. He has confirmed that he is neither disqualified in terms of Section 164 of the Act

AURUM CAPITAL PROJECTS LIMITED

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from being appointed as a Director nor debarred from holding office of director by virtue of any SEBI order or any other such authority.

The Board is of the view that considering the background, performance evaluation, experience and contributions made by Mr. Ravi Shankar Malviya during his tenure, his continued association would be beneficial and in the interest of the Company and it is desirable to continue to avail his services as an Independent Director. In the opinion of the Board, Mr. Ravi Shankar Malviya fulfils the conditions specified in the Act and Listing Regulations for such re-appointment and is independent of the Management. Accordingly, it is proposed to appoint Mr. Ravi Shankar Malviya as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) years on the Board of the Company with effect from March 24, 2024 to March 24, 2029.

A brief profile of Mr. Ravi Shankar Malviya and other information as required under Regulation 36 of SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India is provided as Annexure to this Notice.

Save and except Mr. Ravi Shankar Malviya, being an appointee, none of the other Directors and Key Managerial Personnel ("KMP") of the Company and their relatives in any way are concerned or interested (financially or otherwise) in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Resolution as mentioned at Item No. 4 above for the approval of the members by way of Special Resolution.

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BRIEF PROFILE OF DIRECTORS BEING APPOINTED/ REAPPOINTED AT THE 32nd 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:

1.

NAME	SANJAY KUMAR BHUTANI
DIN	01415528
Age	60 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 34 years in the field of Taxation, Audit & Assurance services etc.
Term and conditions of appointment/reappointment	Mr. Sanjay Kumar Bhutani retires 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

2.

NAME	RAVI SHANKAR MALVIYA
DIN	08397352
Age	75 years
Date of First Appointment on the Board	24.03.2019
Qualification	Graduate
Nature of his expertise in specific functional areas	He is a Graduate and carries a vivid experience of over 35 years in the field of Finance and Recovery management services.
Term and conditions of appointment/reappointment	The first term of Mr. Ravi Shankar Malviya as independent director expired on 24.03.2024 and being eligible, seeks re-appointment for second term.
Remuneration Last Drawn	Nil
Remuneration proposed to be paid	Nil

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Other Directorships	Nil
Number of Listed Entities from which the person has resigned in past three years	Nil
Shareholding in the company	Nil
Relationships with any Director(s) of the Company	Nil
Number of Board Meeting attended during the year	04
Summary of Performance, Evaluation/Justification for choosing the appointees for appointment as Independent Directors	Refer Item No. 3 and Item No. 4 of the Notice and Explanatory Statement

By Order of the Board
For AURUM CAPITAL PROJECTSLIMITED

Sd/-
Geetanjali
Company Secretary

Place: Lucknow
Date:14.08.2024

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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, Rana Pratap Marg, 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 32nd Annual General Meeting of the Company to be held on Friday, 13th September, 2024, at 11.30 A.M at, 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 for the financial year ended March 31, 2024, together with Director's Report and the Auditor's Report thereon			
2.	Ordinary Business	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			
3.	Special Business	To Approve Continuation of Mr. Ravi Shankar Malviya (DIN:08397352) as a Non-Executive Independent Director beyond the age of 75 Years.			
4.	Special Business	Re-Appointment of Independent Director Mr. Ravi Shankar Malviya (DIN:08397352) for another term of Five (5) Years.			

Signature of Shareholder

Signature of first proxy

Signature of second proxy

Signed this.....day of..... 2024.

* *Applicable for members holding shares in Electronic Form*

NOTE:

Affix revenue stamp

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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 32nd Annual General Meeting

ATTENDANCE SLIP

Date: 13.09.2024	Time: 11:30 A.M
Venue: 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
10 th September, 2024 at 09:00 A.M. (IST)	12 th September, 2024 at 5:00 P.M. (IST)

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MAP FOR AGM VENUE

