NOTICE

NOTICE is hereby given that the Thirty Eight Annual General Meeting (AGM) of the Members of the M/S Sumati Projects Limited ("the Company") will be held on Monday, the 19th October, 2020 at 11.00 AM at the registered office of the company situated at 3C, 3RD Floor, Mukti World, 9/3B, Leela Roy Sarani, Kolkata 700019 to transact the following business:

Ordinary Business:

Item No:-

1) To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.

2) To appoint a Director in place of Mr. Nisith Ray (holding DIN: 00266905), who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment.

Special Business:-

Item No 3

TO APPROVE THE BORROWING LIMIT UNDER SECTION 180(1)(C) OF THE COMPANIES ACT,2013

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

"RESOLVED THAT, pursuant to the provisions of section 180(1)(c) and other applicable provisions if any of the Companies Act,2013 [including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force] and all other applicable provisions, acts ,laws, rules, regulations and guidelines for the time being in force, the consent of the company be and is hereby accorded to the Board of Directors of the Company subject to approval of members in general meeting for borrowing from time to time as they may think fit, any sum or sums of money not exceeding Rs 500 Crores (Rupees five hundred crores only) [including the money already borrowed by the Company] on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether by way of mortgage, charge or hypothecation, pledge or otherwise in any way whatsoever on, over or in any respect of all, or any of the company's assets and effects or properties whether movable or immoveable, including stock-in-trade ,notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid-up capital of the Company and it's free reserves.

"RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company be and is hereby authorized to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf".

Item No 4

TO AUTHORISE THE CREATION OF CHARGE ON THE ASSETES OF THE COMPANY UNDER SECTION 180(1)(a) OF THE COMPANIES ACT,2013

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

"RESOLVED THAT the consent of the company be and is hereby accorded to Board of Directors of the Company in terms of section 180(1)(a) of the Companies Act,2013 and other applicable provisions, if any of the Companies ,2013 (including any statutory modifications or re-enactments thereof, for the time being in force) to mortgage and/or charge in such form or manner and with such ranking and at such time and on such terms as the Board may determine on all or part of the Immovable or movable properties, where so ever situated, both present and future and/or the whole or part of the undertaking of the Company in favour of the lender(s), agent(s), and trustee(s) for securing any loans/ credit facilities obtained or to be obtained from the Company's bankers or any Financial Institutions or other person or persons together with interest, cost, charges, expenses and any other money payable by the Company."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do and perform all such acts, deeds, and things as ,may be necessary desirable or expedient for the purpose of giving effect to this resolution.

Item No 5

TO RECLASSIFY THE STATUS OF CERTAIN PERSONS/ENTITIES OF PROMOTER & PROMOTER GROUP AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT IT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION.

RESOLVED THAT pursuant to Regulation 31(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification (s) or re-enactment(s) thereof for the time being in force and other applicable laws, the status of the following persons/entities forming part of the "Promoter and Promoter Group of the Company and from whom the Company has received the request for re-classification be and are hereby reclassified from "Promoter & Promoter Group category" to "Public Category of the Company".

SL NO	Name of the person	No. of shares held	% Holding
1	G Srinivasan	10	0.00
2	Kusum Devi Singhania	15000	2.03
3	Pranay Singhania	15000	2.03

RESOLVED FURTHER THAT the above "Outgoing Promoter" and the persons acting in concert with them shall not hold more than ten per cent of the paid-up equity share capital of the Company nor shall have any special right through formal or informal arrangements and shall not directly or indirectly exercise control over the affairs of the Company.

RESOLVED FURTHER THAT any Directors or the Company Secretary of the Company be and are hereby jointly and severally authorised to submit the application for re-classification to the Stock Exchanges, where the securities of the Company are listed or any other regulatory body, as may be required, and to take such steps expedient or desirable to give effect to this resolution and to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard without requiring to secure any further consent or approval of the members of the Company or the Board.

Registered Office:
3C, 3RD FLOOR, MUKTI WORLD,
9/3B, LEELA ROY SARANI, KOLKATA 700019

By Order of the Board
SUMATI PROJECTS LIMITED

Director
DIN: 00268659

CIN: L45209WB1981PLC034366
E-mail: contact@sumatiprojects.com
Website: www.sumatiprojects.com
Phone No.033 40635193

Dated: 21st September, 2020