

STARWORTH INFRASTRUCTURE & CONSTRUCTION LIMITED AN ISO 9001 COMPANY
Registered Office: 130/1, Ulsoor Road, Bengaluru – 560 042.
CIN: U45201KA2008PLC047441

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the **Extraordinary General Meeting (EGM)** of the Members of **Starworth Infrastructure & Construction Limited** will be held at shorter notice on **Tuesday, 30.05.2023** at **04:00 P.M.**, at #130/2, Ulsoor Road, Bengaluru 560 042, India, to transact the following businesses:

SPECIAL BUSINESS:

ITEM 1: TO ALTER THE OBJECTS CLAUSE OF MEMORANDUM OF ASSOCIATION

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

“**RESOLVED THAT** pursuant to the provisions of Section 4, Section 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the members of the Company be and is hereby accorded, subject to approval of the Registrar of Companies, Bengaluru and such other approvals, to alter, in the following manner, **sub clause 1 of Clause III (A)** of MOA titled “The main objects to be pursued by the company on its incorporation are”:

1. To carry on the business of designing, equipping, construction, erecting, developing, maintaining, improving, pulling down, rebuilding, operating, of all kinds of infrastructural projects including road, bridges, airport, ports, waterways, rail systems, water supply projects, irrigation projects, sanitation and sewerage systems, industrial economic housing projects, industrial parks, development and construction of housing including affordable, low cost and economic housing projects, electricity and power supply projects, plants, works, machines, factories, mills, work sidings, construction, buildings, canals and all other types of infrastructure, plotted development and real estate developments and to design, manufacture, use, buy, import, export, sell products such as paver blocks, kerb stones, solid/hollow blocks, compound walls, saucer drains, manholes, slabs, walls, covers, beams, toilet pods, trenches, drains, precast roads and any other products.

RESOLVED FURTHER THAT subject to the approval of the Registrar of Companies, Bengaluru and such other approvals, the amended Memorandum of Association as per the draft placed before the general meeting be and is hereby approved;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Ashish Ravi Puravankara or Mr. Nani R Choksey or Mr. K. Satyanarayana, Directors of the Company be and are hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-form with the Registrar of Companies.”

By Order of the Board of Directors
For Starworth Infrastructure & Construction Limited



Nani R Choksey

NANI R CHOKSEY
DIRECTOR
DIN: 00504555

Place: Bengaluru
Date: 24.05.2023

Starworth Infrastructure & Construction Limited

No. 39, Ulsoor Road, Bangalore - 560 042 Tel: +91- 80 - 49437000 Fax: +91- 80 - 25583950

Registered Office: #130/1, Ulsoor Road, Bengaluru - 560 042 Tel : 91-080-2559 9000/4343 9999 Fax : 91-080-2559 9350
CIN: U45201KA2008PLC047441 E-mail: info@starworthinfra.com www.starworthinfra.com

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY (IES) TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IS ANNEXED HEREWITH
3. THE MEETING IS BEING CONVENED AT A SHORTER NOTICE, AFTER OBTAINING CONSENT IN WRITING OF MORE THAN 95% OF THE MEMBERS OF THE COMPANY, PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013.
4. ROUTE MAP TO THE VENUE OF THE MEETING IS PROVIDED AS ANNEXURE -1

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM 1: TO ALTER THE OBJECTS CLAUSE OF MEMORANDUM OF ASSOCIATION

The Company has established a manufacturing unit to manufacture precast products and intends to manufacture various products for the construction industry and sell in the open market. Current objects clause does not cover such activities of manufacture and sale of products and in this connection, it is proposed to alter **sub clause 1 of Clause III (A)** of the Objects Clause of the Memorandum of Association of the Company.

The proposal for amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

The Board of Directors recommends passing of the Special Resolution set out in Item No.1 of the Notice.

None of the directors /key managerial personnel or any of their relatives, is / are directly or indirectly concerned or interested, financial or otherwise, in the resolutions set out at item No. 1.

By Order of the Board of Directors
For Starworth Infrastructure & Construction Limited



NANI R CHOKSEY
DIRECTOR
DIN: 00504555

Place: Bengaluru
Date: 24.05.2023



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