**NOTICE OF EXTRA-ORDINARY GENERAL MEETING ALTERATION OF ARTICLES**

NOTICE is hereby given that the Extraordinary General Meeting of the Company will be held at the registered office of the company at \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, on \_\_\_\_\_\_\_\_\_\_\_\_\_, the \_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_\_\_ at \_\_\_\_ a.m./p.m.

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

Special Resolution

"RESOLVED THAT pursuant to Section 31 of the Companies Act, 1956, Article \_\_\_\_\_\_\_\_\_ and Article \_\_\_\_\_\_ of the Articles of Association of the Company be and is hereby altered in the following manner:

Article\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Substitute the word "\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_" by the word "\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_" in \_\_\_\_\_\_\_\_\_line and Substitute the word "\_\_\_\_\_\_\_\_\_\_\_\_\_\_" by the word "\_\_\_\_\_\_\_\_\_\_\_\_\_" in line \_\_\_\_\_\_\_\_.

Article\_\_\_

This Article should now be read as:

“\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_."
By order of the Board

Secretary/Director
Dated the \_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_\_\_\_\_

NOTES: 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and proxy need not be a member of the Company.

2. The relative Explanatory Statement, pursuant to section 173(2) of the Companies Act, 1956, in respect of the special business set out above is annexed hereto.

ANNEXURE TO NOTICE:

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE ACT

Item No. 1

The Present Article\_\_\_ of the Articles of Association of the Company lays down a limit of \_\_\_\_\_\_\_\_\_\_ for \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. The Board feels that considering the current operations of the Company, this limit should now be raised to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, hence the proposed alteration.

Similarly, the present Article \_\_\_ of the Articles of Association of the Company does not provide for \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. Therefore, it is considered necessary to suitably change the said Article to provide for \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, hence the proposed alteration.

The Board of Directors recommends passing of the special resolution as contained in item No. 1 of the notice.

None of the Directors are in any way interested orconcerned in the resolution.