

# GLOBAL CAPITAL MARKET & INFRASTRUCTURES LIMITED

*Formerly : Global Capital Markets Limited*

Regd. Office : Sir R.N.M. House, 3B, Lal Bazar Street, 5<sup>th</sup> Floor, Block-2, Kolkata-700 001

## NOTICE

Dear Shareholders,

Notice is hereby given that an Extra-Ordinary General Meeting of the Members of the Company will be held on Monday, the 28th day of April 2014 at Smriti Charitable Medical Centre, 81, K. P. Roy Lane, Haltu, Kolkata - 700 078 at 11.30 AM to transact the following special business :-

- To Change Name of the Company.

### **SPECIAL BUSINESS :**

#### **To Change the Name of Company**

1. 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, 14 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules under the respective Chapter as applicable, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Central Government/ Registrar of Companies, West Bengal the name of the Company be changed from "GLOBAL CAPITAL MARKET & INFRASTRUCTURES LIMITED" to "**GLOBAL CAPITAL MARKETS LIMITED**" or such other name as approved by the Registrar of Companies, West Bengal and consequently the new name "**GLOBAL CAPITAL MARKETS LIMITED**" shall appear in the Memorandum and Articles of Association of the Company.

**"RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and applicable rules other applicable provisions, if any, of the Companies Act, 2013 the Memorandum of Association of the Company be and is hereby altered by substituting the following Clause thereof:

#### **Clause I**

The name of the Company is **GLOBAL CAPITAL MARKETS LIMITED**, or any other name as approved by Registrar of Companies, West Bengal

**"RESOLVED FURTHER THAT** the name 'GLOBAL CAPITAL MARKET & INFRASTRUCTURES LIMITED' wherever it appears in the Articles of Association of the Company be substituted by the new name **GLOBAL CAPITAL MARKETS LIMITED**, or any other name as approved by Registrar of Companies, West Bengal."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution the Board (which term shall be deemed to include any committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any question or difficulty that may arise with regard to the above or any other matters incidental or consequential thereto."

By order of the Board of Directors

S/d

Place : Kolkata  
Dated : April 2, 2014

I. C. Baid  
Chairman

#### **Notes :**

1. A Member entitled to attend and Vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself. A Proxy need to be a member.

**Please Turn Overleaf**

2. Proxy Form, in order to be effective, should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 Hours before the meeting.
3. The explanatory statement pursuant to section 102 of the Companies Act, 2013 for the items of Special Business is annexed hereto.
4. Members/Proxies should bring their copy of Notice and Attendance Slip duly filled in for attending the meeting.
5. All documents, referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days except Saturday and Sunday, between 11.00 AM to 3.00 PM up to the date of the Extra-Ordinary General Meeting.

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### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

#### **ITEM NO. 1**

In recent past the Company has changed its name from Global Capital Markets Limited to Global Capital Market & Infrastructures Limited with a view to expand its business activities in new segment. The Company has started the business of Infrastructure activities and was continued for subsequent 2-3 Quarters. After the time the Company started to face difficulties looking to the huge requirements of capital, payment problems due to sluggishness in Infrastructure activities as well as lack of demand by retail clients.

Looking to the above facts, the Company has stopped infrastructure activities and in the meeting held on 2<sup>nd</sup> April 2014, the Company has final decided to leave the new line of business and continue to focus on its core business i.e. Capital Market activities.

In view of said business taken by the Company it became necessary to change the name of Company so as to reflect line of business the Company is doing and thus the Company has decided to retain its old name i.e. Global Capital Markets Limited.

Pursuant to the Change of name of the Company the Name Clause in the Memorandum of Association shall be altered and substituted with the new name that shall be approved by the Central Government/ Registrar of Companies, West Bengal. Also, the new name as approved shall replace the old name wherever it appears in the Articles of Association of the Company. Accordingly, Special resolution at item No. 1 of the Notice is being proposed for the approval of the Members.

None of the Directors of the Company is in any way concerned or interested in the said resolution.

Your directors recommend the resolution for your approval.

By order of the Board of Directors

Place : Kolkata  
Dated April 2, 2014

S/d  
I. C. Baid  
Chairman

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## PROXY FORM

I/We \_\_\_\_\_ resident of \_\_\_\_\_  
in the district of \_\_\_\_\_ being member/members of the above  
named Company, hereby appoint \_\_\_\_\_  
resident of \_\_\_\_\_ in the district of \_\_\_\_\_  
or failing him \_\_\_\_\_ resident of \_\_\_\_\_  
\_\_\_\_\_ in the district of \_\_\_\_\_ as my/our proxy to  
attend and vote for me/us on my/our behalf at the Extra-Ordinary General Meeting of the Company to  
be held on Monday, the 28th day of April 2014 at 11.30 A.M., at Smriti Charitable Medical Centre, 81, K.  
P. Roy Lane, Haltu, Kolkata - 700 078 and any adjournment thereof.

Registered Folio No./DP-Client ID \_\_\_\_\_ No. of Shares held \_\_\_\_\_

Signed on this \_\_\_\_\_ day of \_\_\_\_\_ 2014

Signed by the said \_\_\_\_\_

Signature of Proxy \_\_\_\_\_

Attested by Shareholder \_\_\_\_\_



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## ATTENDANCE SLIP

I hereby record my presence at the Extra-Ordinary General Meeting of the Company held on Monday,  
the 28th day of April 2014 at 11.30 A.M., at Smriti Charitable Medical Centre, 81, K. P. Roy Lane, Haltu,  
Kolkata - 700 078.

Name of Shareholder/s \_\_\_\_\_

Father/Husband's Name \_\_\_\_\_

Name of Proxy or Company Representative \_\_\_\_\_

Registered Folio No. / DP-Client ID \_\_\_\_\_ No. of Shares held \_\_\_\_\_

Signature of the Shareholder(s) or Proxy or Company Representative \_\_\_\_\_