

NOTICE & AGENDA NOTES OF **(08/2023-24) BOARD MEETING**

Sparc

Date: 18/03/2024

**To,
The Board of Directors
Sparc Electrex Limited,
Mumbai**

Sub: Notice Cum Agenda of (08/2023-24) Board Meeting


In terms of Regulation 29 of Securities & Exchange Board of India (Listing Obligations and Disclosures) Regulations, 2015, this is to inform that the Meeting of the Board of Directors of the Company will be held on Tuesday, 26th March, 2024 at the Registered office of the Company at 1202, 12th Floor, Esperanza Building, next to Bank of Baroda, 198 Linking Road, Bandra (West), Mumbai - 400050 at 02.00 p.m. to consider and approve the following:

Item No.	Agenda Item	Page No.	
		From	To
1	❖ Appointment of Chairman ❖ Ascertainment of Quorum ❖ To Grant Leave of Absence, If Any.	2	2
2	To take note on Status of Minutes of previous Board and Committee Meetings held along with Statutory Registers.	2	2
3	To consider and approve issuing of Third Reminder-Cum-Forfeiture Notice to those partly paid-up equity shareholders of the Company from whom the first and final call money [along with interest thereon] continues to remain unpaid as on date.	3	3
4	Any other items with the permission of Chairman.	4	4
	In terms of Regulation 46 of the Securities & Exchange Board of India (Listing Obligations and Disclosures) Regulations, 2015, the Notice has been displayed on the website of the company.		

You are requested to make it Convenient to attend the meeting.

Kindly acknowledge the Receipt.

Thanking You
Yours Faithfully
For Sparc Electrex Limited
(Formerly known as Sparc Systems Ltd)


Shobith Ganesh Hegde
(Whole Time Director)
DIN: 02211021
Place: Mumbai



Encl: Agenda Notes

NOTICE & AGENDA NOTES OF (08/2023-24) BOARD MEETING

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ITEM NO. 1

- ❖ APPOINTMENT OF CHAIRMAN
- ❖ ASCERTAINMENT OF QUORUM
- ❖ TO GRANT LEAVE OF ABSENCE, IF ANY

NOTE: Leave of absence from the Members of the Board, if any, will be placed at the time of the Meeting.

ITEM NO. 2

TO TAKE THE NOTE ON STATUS OF MINUTES OF BOARD / COMMITTEE MEETINGS HELD AND SIGNED ALONG THE STATUTORY REGISTERS

The Board members are requested to read, confirm, approve and sign the Minutes of the last Board Meeting held on 09th February, 2024 along with the Statutory Registers.

The Board members are also requested to read, confirm and approve the Minutes of the Audit Committee meetings held on 09th February, 2024, Stakeholder Relationship Committee meeting held on 09th February, 2024 and Nomination & Remuneration Committee meeting held on 09th November, 2023 and Right Issue Committee meeting held on 09th March, 2024.

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ITEM NO. 3

TO CONSIDER AND APPROVE ISSUING OF THIRD AND FINAL REMINDER-CUM-FORFEITURE NOTICE TO THOSE PARTLY PAID-UP EQUITY SHAREHOLDERS OF THE COMPANY FROM WHOM THE FIRST AND FINAL CALL MONEY [ALONG WITH INTEREST THEREON] CONTINUES TO REMAIN UNPAID AS ON DATE.

On the recommendation of the Right Issue Committee, the Board of Directors to be noted that there were several shareholders who had still not made the payment of the first and final call and considered and approved issuing of Third and Final Reminder Cum-Forfeiture Notice to those partly paid-up equity shareholders of the company from whom the first and final call money [along with interest thereon] continued to remain unpaid as on date.

Accordingly, the members of the Board may discuss and pass the following resolution with or without modifications:

DRAFT RESOLUTION:

"**RESOLVED THAT** pursuant to the Rights Issue undertaken by the Company in terms of Final letter of offer dated 14th February, 2023 and in accordance with applicable laws and relevant provisions including The Companies Act, 2013 ("The Act") and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and subject to any other requirements, Consent of the Board of Directors of the company be and is hereby accorded to the company for making a Final call of Rs. 14.25/- per share (Rs. 7.50/- towards face value and Rs. 6.75/- towards Securities Premium) on 1,30,66,096 partly paid equity shares face value of Rs. 10/- each (out of which Rs. 2.50 is paid up) to the all registered/existing equity shareholders of the Company as on the cut-off date i.e. Friday, 30th June, 2023 ("Eligible Equity Shareholders").

"**RESOLVED FURTHER THAT**, the final call money on shares be made payable from Friday, 29th March, 2024 to Friday, 12th April, 2024 by the eligible shareholder(s)."

"**RESOLVED FURTHER THAT**, Rights Issue Committee of the Company is authorized to finalize and/or modify the terms and conditions of call notice and to authorize any Director of the Company to sign, date and issue the Third and Final Reminder Cum-Forfeiture Notice to all the concerned persons."

"**RESOLVED FURTHER THAT** in case of non-payment of Final call money(ies) or failure to pay Final call money(ies) on or before the date specified above, as aforesaid, shall render the partly-paid Rights Equity Share held by Shareholders and the amount already paid thereon, liable to be forfeited in accordance with the provisions of the Companies Act, 2013, including subsequent amendments thereto, the Articles of Association of the Company and the Application Form."

"**RESOLVED FURTHER THAT** any Director of the Company or Company Secretary be and is hereby directed to arrange necessary Third and Final Reminder Cum-Forfeiture Notice to be served to the members concerned and also to make necessary arrangement with the company's bankers to receive the aforementioned call money and also to send to the company a receipted counterfoil attached to the said notice for the purpose of making necessary accounting in connection therewith."

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ITEM NO. 7

ANY OTHER ITEMS WITH THE PERMISSION OF CHAIRMAN

Thanking you,
Yours Faithfully
For Sparc Electrex Limited
(Formerly known as Sparc Systems Ltd)


Shobith Ganesh Hegde
(Whole Time Director)
DIN: 02211021
Place: Mumbai

