



# Lancer Container Lines Ltd.

CIN: L74990MH2011PLC214448

Date: 24<sup>th</sup> November, 2017

To,  
BSE Limited Ltd. (BSE)  
P.J. Towers, Dalal Street,  
Mumbai 400 001

Sub.: Outcome of Board Meeting

Ref: Script Code- 539841 - Lancer Container Lines Limited

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Dear sir,

We hereby inform you that the meeting of the Board of directors of the company held at the registered office 26/27, Arenja Tower CHS Limited, Plot No.49/50/51, Sector 11, CBD Belapur, Navi Mumbai-400614 on Friday 24<sup>th</sup> November, 2017 commenced at 11:00 A.M and ended at 1.00 P.M . The following business was transacted:

1. Issue of Bonus equity shares

In accordance with Section 52,63 and other applicable provisions of the Companies Act, 2013, and applicable SEBI Regulations and guidelines and other applicable acts, regulations, rules etc. the board of directors has recommended the issue of Bonus equity shares to the members of the company as on the record date in the ratio of 3:5; i.e. 3 Bonus shares at par fully paid up to be issued for every 5 fully paid up equity shares held by the members respectively, subject to the approval of members.

2. To hold Extraordinary General Meeting

To hold the Extraordinary General Meeting of members at 11:00 A.M at the registered office at 26/27, Arenja Tower CHS Limited, Plot No.49/50/51, Sector 11, CBD Belapur, Navi Mumbai-400614 on 21<sup>st</sup> day of December, 2017 and approved the notice of Extraordinary General Meeting. (enclosed).

3. Appointed scrutinizer

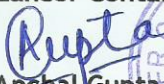
Appointed Geeta Canabar & Associates, Practicing Company Secretary as scrutinizer to oversee the e-voting and poll process for above mentioned Extraordinary General Meeting.

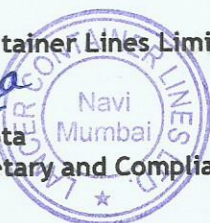
This for your information and record

Thanking you,

Yours sincerely,

For Lancer Container Lines Limited

  
Ms. Anehal Gupta  
Company Secretary and Compliance officer





## Lancer Container Lines Limited

### Registered Office

Shop No. 26/27, Arenja Tower CHS Ltd, Plot No. 49/50/51, Sector 11, CBD Belapur, Navi Mumbai, Pin- 400614, Maharashtra, India. Telephone: +91 022 27566940/41/42  
Website: www.lancermarine.in; Email: secretarial@lancermarine.in  
CIN: L74990MH2011PLC214448

## Notice of Extra-Ordinary General Meeting

Dear Members,

**NOTICE** is hereby given that the Extra-Ordinary General Meeting of the members of **Lancer Container Lines Limited** will be held at the registered office at 26/27 Arenja Tower CHS Limited, Plot No.49/50/51, Sector 11, CBD Belapur, Navi Mumbai-400614 on Thursday, the **21st day of December 2017 at 11:00 A.M** to transact the following Special business:

### Resolution No.1 - Issue of Bonus Shares

1. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**RESOLVED THAT** in accordance with Section 52, 63 and other applicable provisions, if any, of the Companies Act, 2013 and the recommendation of the Board of Directors and relevant provisions of the Articles of Association of the Company and subject to the guidelines/regulations issued by the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force, to the extent notified and in effect and subject to such approvals, consents, sanctions, permissions and provisions of other applicable laws, regulations, rules, directions, guidelines including those issued by Reserve Bank of India and such other regulatory authority(ies) concerned, from time to time, to the extent applicable and on such terms, conditions, stipulations and modifications as may be prescribed, imposed or suggested while granting such approvals and such approvals as may be required in this regard, the consent and approval of the members be and is hereby accorded to the Board of Directors of the Company, for capitalization of such an amount from the securities premium account or general reserves or both as may be considered necessary by the Board for the purpose of issue of bonus shares of face value of Rs. 10/- each, at par to be allotted, distributed and credited as fully paid up shares to the members of the Company whose names appear in the Register of Members on such date ( herein after referred to as Record date ) as may be fixed by the Board of Directors in this regard, in the proportion of three (3) equity shares for every five (5) equity shares held by them respectively as on the Record Date.

**RESOLVED FURTHER THAT** the issue and allotment of new fully paid-up Equity Shares as Bonus Shares to the extent that they relate to non-resident members of the Company shall be subject to the approval of the Reserve Bank of India and any other regulatory authority as may be necessary.



**RESOLVED FURTHER THAT** the Bonus Shares to be issued as fully paid up Equity Shares are subject to the Memorandum and the Articles of Association of the Company and shall rank in all respects pari-passu with the existing fully paid up Equity Shares of the company.

**RESOLVED FURTHER THAT** if as a result of computation of bonus entitlements, any member becomes entitled to a fraction of new Equity Shares to be allotted as Bonus Shares, the Company shall not issue any certificate in respect of such fractional shares but the total number of such new Equity Shares representing such fractions shall be allotted by the Board to a person(s) to be appointed by the Board who would hold them as trustee for the members who would have been entitled to such fractions in case the same were issued and such person(s) shall hold the said shares so allotted to them in trust and will as soon as possible sell such Equity Shares allotted at the prevailing market rate and the net sale proceeds of such shares after adjusting the cost and the expenses in respect thereof be distributed among such members who are entitled to such fractions in the proportion of their respective fractional entitlements.

**RESOLVED FURTHER THAT** no letter of allotment will be issued in respect of the Bonus Shares and in case of Members who hold shares in dematerialized form, the bonus shares shall be credited to the respective beneficiary accounts held by the Members with their respective Depository participants.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of the Bonus Shares on the Stock Exchanges where the Equity Shares of the Company are listed, in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable Rules and Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question or difficulty that may arise in relation thereto, decide the exact number of Bonus Shares to be issued based on the paid up capital of the Company as obtaining on the Record Date and to delegate all such powers granted hereunder to a Committee of Directors and / or Company Secretary or any other officer(s) of the Company, as may deem fit or desirable and their decision shall be final and binding.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors and Company Secretary be and is hereby authorized to take all steps as may be necessary with regard to the issue, allotment and distribution of the new Equity Shares as bonus shares as they may in their absolute discretion deem fit.

Place: Mumbai

Date: 24.11.2017

By order of the Board of Directors,

Sd/-

Abdul Khalik Chataiwala  
Managing Director  
DIN Number - 01942246



**EXPLANATORY STATEMENT**

(Pursuant to Sec.102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act 2013, the following Explanatory statement sets out all material facts relating to the business mentioned in the notice.

**Issue of Bonus Shares by way of Capitalization of Reserves and Securities Premium:**

The equity shares of the Company are listed and traded since April 2016 on the SME platform of the Bombay Stock Exchange (BSE). The members have been updated about the operations and performance of the company through regular disclosures and compliances. The company has free distributable Reserves and Securities Premium amounting to Rs. 9.19 Crs. as on 30<sup>th</sup> September 2017 and the amount as required for capitalization for the Bonus Issue be applied from any or both of the above mentioned accounts for issuance of fully paid up bonus shares in the ratio 3:5. In order to reward the members, the Board of Directors of the Company at their meeting held on 24<sup>th</sup> November, 2017, has recommended the issue of Bonus shares in the ratio of 3:5 i.e. 3 bonus equity shares of Rs. 10 each at par fully paid up for every 5 fully paid up equity shares held by the Members subject to approval of the members and such other authorities as may be necessary. The issue of Bonus shares by capitalization of Reserves and Securities Premium is authorized by the Articles of Association of the Company.

The record date for determining the eligibility of the members to receive the said bonus shares will be fixed by the Board of directors.

The Board of Directors recommends the passing of Item No. 1 of the Notice as an Ordinary Resolution with the approval of the Members.

None of the promoters, directors, managers, key managerial personnel of the Company or their relatives are interested in the resolution(s) No. 1 of the accompanying Notice except to the extent of their shareholding in the Company, if any.

**Place: Mumbai**  
**Date: 24.11.2017**

**By order of the Board of Directors,**

**Sd/-**

**Abdul Khalik Chataiwala**  
**Managing Director**  
**DIN Number - 01942246**