



PINCON SPIRIT LIMITED

Regd Office : 7, Red Cross Place, 3rd Floor, "Wellesley House", Kolkata-700 001

Phone : 91-033 2231 9135, 033-2262 4943 / 44, Fax : 91 033 4001 4642

Corporate Office : Samskruti Chambers, No.103, K.H.Road, Santhinagar, Bangaluru - 560027

Phone : 080-2222 9135, Toll Free No. : 1800 345 3684

Email : pinconspirittlimited@gmail.com, psl@pinconspirit.in, Website : www.pinconspirit.in

CIN : L67120WB1978PLC031561

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of the members of Pincon Spirit Limited (CIN No. L67120WB1978PLC031561) will be held on 22nd Day of March, 2016 at 11.30 A.M at "The Peerless Inn" at 12, Jawaharlal Nehru Road, Kolkata-700013, West Bengal, to transact the following business:

SPECIAL BUSINESS:

1. Preferential Issue of Equity Shares

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 including Section 62(1)(c) and Section 42 all other applicable provisions, other applicable provisions, if any, of the Companies Act, 2013, as amended ("Companies Act") read with the rules made thereunder, to the extent notified and in effect, the applicable provisions, if any, of the Companies Act, 1956, as amended (without reference to the provisions thereof that have ceased to have effect upon notification of sections of the Companies Act 2013), and regulations framed there under and subject to the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations"), and subsequent amendments thereto, including but not restricted to the (SEBI ICDR Regulations), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations") and amendments thereto as in force and subject to other applicable rules, regulations and guidelines of the Securities and Exchange Board of India ("SEBI") ("SEBI Regulations"), and the stock exchanges where the shares of the Company are listed ("Stock Exchanges") and enabling provisions of the Memorandum and Articles of Association of Pincon Spirit Limited ("Company") and the listing agreements entered into between the Company and the Stock Exchanges and subject to requisite approvals, consents, permissions and/or sanctions if any, of SEBI, the Stock Exchanges and other appropriate authorities, including RBI, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise one or more of its power including the powers conferred hereunder), the Board be and is hereby authorized to create, offer, issue and allot up to 10,00,000 equity shares of face value of Rs.10/- each ("Equity Shares") fully paid up, for cash, at such price (including premium) being not less than the price determined in accordance with Chapter VII of SEBI ICDR Regulations, on a preferential basis, so that the total value of the number of Equity Shares so issued at a price not less than the price determined in accordance with Chapter VII of SEBI ICDR Regulations aggregates to not more than Rs 13.50 Crores (Rupees Thirteen Crores and Fifty Lacs Only) for cash (being conversion of a part of unsecured loans earlier infused in the Company) to Mr. Monoranjan Roy, Chairman and Managing Director of the Company ("Strategic Investor"), having residence at 1st Floor, 2/233/B/3 Sree Colony, 161/11/4, Kolkata, 700092, West Bengal, India, having PAN- AROPR1716R, at such time or times, in one or more tranches and on such terms and conditions and in such manner, as the Board may think fit in its absolute discretion.

RESOLVED FURTHER THAT in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations, the "Relevant Date" for the purpose of calculating the floor price for the issue of Equity Shares is February 20, 2016 which is the date falling 30 days prior to the date of this Extraordinary General Meeting and the floor price so calculated is Rs. 123.12 (Rupees One Hundred and Twenty Three and Paise Twelve only).

RESOLVED FURTHER THAT the equity shares to be allotted to the Investor pursuant to the aforesaid preferential allotment shall rank pari-passu in all respects including as to dividend, with the existing fully paid up equity shares of face value of Rs.10/- each of the Company, subject to lock-in as per requirements of SEBI ICDR Regulations and subject to the relevant provisions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Equity Shares shall be issued and allotted by the Company to the Investor in dematerialized form within a period of 15 days from the date of passing of this resolution provided that where the issue and allotment of the said Equity Shares is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Central Government, the issue and allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under the provisions Chapter VII of the SEBI ICDR Regulations and the Equity Shares so offered, issued and allotted will be listed subject to the receipt of necessary regulatory permissions and approvals.

RESOLVED FURTHER THAT subject to the provisions of the SEBI Regulations and other applicable laws, the Board be and is hereby authorized to vary, modify or alter any of the relevant terms and conditions, including size of the preferential issue to the Investor, as may deem expedient.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board/ the Committee be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue or allotment of aforesaid equity shares and listing of the equity shares to be allotted on preferential allotment basis with the stock exchange(s) as appropriate and to resolve and settle all questions and difficulties that may arise in relation to the proposed issue, offer and allotment of any of the said equity shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, including without limitation, issuing clarifications on the offer, making any application etc., to the concerned regulatory authorities, issue and allotment of the equity shares, to execute necessary documents and enter into contracts, arrangements, other documents (including for appointment of agencies, intermediaries and advisors for the issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings and applications etc., with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to



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represent the Company before any governmental and regulatory authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution."

2. Preferential Issue of Equity Share Warrants

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 the Companies Act, 2013 including Section 62(1)(c) and Section 42 all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended ("ICDR Regulations"), and any other Rules / Regulations / Guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, Stock Exchanges and/or any other statutory / regulatory authority whether in India or abroad, the Listing Agreements entered into by the Company with the Stock Exchanges where the securities of the Company are listed and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the Board be and is hereby authorised on behalf of the Company to create, offer, issue and allot, from time to time and in one or more tranches, upto 10,00,000 Equity Share Warrants of a face value of Rs.10/- each to M/s Affordable Agro Agencies Private Limited and M/s Lively Equipments Suppliers Private Limited, (Non-Promoter Companies) (being 5,00,000 Equity Share Warrants each), by way of a Preferential Issue, through offer letter and/or circular and/or information memorandum and/or private placement memorandum and/or such other documents / writings, in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion; provided that each such Warrant shall entitle the holder(s) thereof to subscribe for and be allotted one equity share of the face value of Rs.10/- of the Company (the "Equity Share"), at a minimum exercise price of Rs.135/- (including a premium of Rs.125/-) per Equity Share or such other higher price as may be arrived at in accordance with the ICDR Regulations ("Issue Price").

RESOLVED FURTHER THAT an amount equivalent to 30 per cent of the Issue Price shall be payable at the time of subscription to and allotment of each Warrant. The balance 70 per cent of the Issue Price shall be payable by the warrant holder(s) upon exercise of the entitlement attached to Warrant(s) to subscribe for Equity Share(s). The amount paid against Warrants shall be adjusted / set off against the Issue Price payable for the resultant Equity Shares.

RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the "Relevant Date" for the purpose of calculating the price of Equity Shares to be issued in terms hereof shall be February 20, 2016, being the date 30 days prior to the date of this Extraordinary General Meeting scheduled to be held on March 22, 2016.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, to issue and allot Equity Shares upon exercise of the entitlement attached to Warrants, issuing certificates / clarifications, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any fresh approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and utilisation of proceeds of the Warrants / Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive in all respects.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred by above resolutions to any Director or to any Committee of Directors or any other executive(s) / officer(s) of the Company or any other person as the Board at its discretion deem appropriate, to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary to give effect to the aforesaid resolution."

**By Order of the Board
For Pincon Spirit Limited**

**Aditya Karwa
Company Secretary**

Date: 25th February, 2016

Place: Kolkata

Registered Office:

7, Red Cross Place,

"Wellesley House"

3rd Floor,

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NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
2. For the convenience of Members, an Attendance Slip is annexed to the Proxy form. Members are requested to affix their signature as registered with the company at the space provided therein and handover the Attendance Slip at the entrance to the place of the Meeting.
3. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 15. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a Certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. Members/Proxy are requested to bring their attendance slip to the Meeting.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours FROM 11.00 a.m. TO 2.00 p.m. up to the date of the Meeting.
9. Members are requested to address all correspondence to the Registrar and Transfers Agents (RTA):
SK Infosolutions Pvt. Ltd.,
34/1A Sudhir Chatterjee Street,
Kolkata- 700 006,
West Bengal:
Tel: 033-2219-4815 & 033-2219-6797,
Fax: 0332219-4815,
E-mail: skcdilip@gmail.com, Website: www.skcinfo.com
10. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/RTA.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ RTA.
12. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Notices, Circulars, etc. from the Company electronically.
13. The Company has implemented the 'Green initiative' as per Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) to enable electronic delivery of notices/documents. The email addresses indicated in your respective Depository Participant (DP) accounts are being periodically downloaded from NSDL/CDSL and will be deemed to be your registered email address for serving notices/documents including those covered under Section 136 of the Companies Act, 2013 (corresponding provisions of Section 219 of the Companies Act, 1956). Members may also note that the Notice of the Extraordinary General Meeting will also be available on the website of the Company, www.pinconspirit.in for download. Members holding shares in electronic mode are therefore requested to keep their email addresses updated with the Depository Participants. Members holding shares in physical mode are also requested to update their email addresses by writing to the Registrar and Transfer Agent of the Company.
14. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business as set out above is annexed hereto.
15. **VOTING THROUGH ELECTRONIC MEANS**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) (Earlier Clause 35B of Listing Agreement), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extraordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.
 - III. The remote e-voting period commences on 19th March, 2016 (10:00 am) and ends on 21st March, 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 15th March, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - IV. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email-Ids are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Open the internet browser by typing the following URL: <https://www.evoting.nsdl.com/>



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- (iii) Click on Shareholder – Login
 - (iv) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
 - (v) If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password.
 - (vi) The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
 - (vii) Once the e-voting home page opens, click on e-voting> Active Voting Cycles.
 - (viii) Select "EVEN" (E-Voting Event Number) of Pincon Spirit Limited Now you are ready for e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email to arpansengupta.cs@gmail.com or arpansengupta.cs@outlook.com with a copy marked to evoting@nsdl.co.in
- B.** In case a Member receives physical copy of the Notice of EGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided in the enclosed Attendance Slip for the EGM :
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No.(xii) above, to cast vote.
- C. Other Instructions:**
- (i) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - (ii) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 15th March, 2016.
 - (iii) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 15th March, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or skcdilip@gmail.com.
 - (iv) A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
 - (v) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
 - (vi) **Sri Arpan Sengupta, Practicing Company Secretary, Prantik, DE-2/A, Flat No 5/10 D.B. Nagar Saha Para, Baguihati, Kolkata – 700 059** has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
 - (vii) The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting through ballot paper with the assistance of scrutiner," for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
 - (viii) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the EGM, a consolidated scrutiner's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 - (ix) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.pinconspirit.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE and CSE.

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The following statement sets out the material facts concerning the special business to be transacted at the Extraordinary General Meeting

Item No.1

PREFERENTIAL ISSUE OF EQUITY SHARES

Keeping in view the growing business requirements, and the ability to compete with the peer group in the existing and future markets, your Company needs to strengthen its financial position and net worth by augmenting medium and long term resources. Mr. Monoranjan Roy, Chairman and Managing Director of the Company ("Lender") had infused Rs.60 Crores during the financial years 2013-14 and 2014-15 as interest free unsecured loan. This loan was given to the company for immediate requirement of funds for expansion of the existing business of the company. The Lender shall have the right to convert (which right is hereinafter referred to as "the conversion right") at his option, a part or whole of the Loan into (fully or partly) fully paid-up equity shares of the Company at the price not less the price determined in accordance with SEBI Pricing Formula applicable to listed companies by giving at least 15 (Fifteen) days prior written notice (hereinafter referred to as the 'notice of conversion'). The Company has accordingly proposed to enhance its equity base by Conversion of part of the above loan into 10,00,000 Equity Shares of the Company.



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The Board has given its approval to Issue of upto 10,00,000 Equity Shares at a face value of Rs.10/- each by way of a Preferential Issue, at an issue price of Rs.135/- per Equity Share, subject to approval by the Members at the proposed Extraordinary General Meeting.

The other disclosures in accordance with the Companies Act, 2013 and in terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 ("Regulations"), the following disclosures are needed to be made in the Explanatory Statement to the Notice of the General Meeting:

1. The Objects of the Preferential Issue:

Enhancement of Equity base by conversion of a part of unsecured loan into fully paid-up Equity Shares of the Company.

2. The proposal of the promoters / directors or key management personnel to subscribe to the offer:

Mr. Monoranjan Roy, Chairman and Managing Director of the Company has proposed to subscribe, to all the Equity Shares under the Preferential Issue.

Notice of conversion from the aforesaid proposed allottee agreeing to subscribe to the offer has been received.

3. Relevant Date:

The Relevant Date as per the Regulations for the determination of issue price of the equity shares pursuant to the aforesaid preferential allotment is fixed as February 20, 2016 i.e. the date falling 30 days prior to the date of this Extraordinary General Meeting to approve the proposed preferential issue, in terms of Section 62 of the Companies Act, 2013.

4. Pricing of Preferential Issue:

The equity shares will be allotted in accordance with the price determined in terms of Regulation 76 of the Regulations. Since the Company is listed on BSE Limited ("BSE") and Calcutta Stock Exchange Limited ("CSE"), the trading volume of Equity Shares of the Company on BSE Limited will be considered to determine the highest trading volume for computation of issue price. As required under the Regulations, wherever it is required, the Company shall re-compute the issue price in accordance with the Regulations.

5. The Shareholding pattern before and after the Preferential Issue:

The shareholding pattern of the Company pre and post the preferential allotment of Equity Shares, as also based on the fully diluted capital of the Company considering the issue and conversion of upto 10,00,000 Equity Shares Warrants under the proposed Preferential Issue given below:

SL.No	Category	Pre-Issue As on 19.02.2016		Post Issue : Preferential Issue		Post Issue : Preferential Issue & Conversion of Warrants	
		No of Shares Held	% of Holding	No of Shares Held	% of Holding	Assuming all warrants converted into Equity Shares	
						No of Shares Held	% of Holding
A	Shareholding of Promoters & Promoter Group						
1	Indian Promoters	-	-	-	-	-	-
2	Foreign Promoters	-	-	-	-	-	-
	Sub - Total (A)	-	-	-	-	-	-
B	Public Shareholding						
3	Institutions						
a	Financial Institutions /Banks	-	-	-	-	-	-
b	Mutual Funds & UTI	-	-	-	-	-	-
c	Venture Capital Funds	-	-	-	-	-	-
d	FII's	228,608.00	1.14	228,608.00	1.09	228,608.00	1.04
e	Foreign Venture Capital Investors	-	-	-	-	-	-
	Sub - Total (B1)	228,608.00	1.14	228,608.00	1.09	228,608.00	1.04
4	Non-Institutions						
a	Private Corporate Bodies	7,599,472.00	37.92	7,599,472.00	36.11	8,599,472.00	39.01
b	Indian Public	5,980,345.00	29.84	5,980,345.00	28.42	5,980,345.00	27.13
c	Directors and Relatives	5,986,786.00	29.87	6,986,786.00	33.20	6,986,786.00	31.70
d	NRIs	168,272.00	0.84	168,272.00	0.80	168,272.00	0.76
e	Clearing Members	77,517.00	0.39	77,517.00	0.37	77,517.00	0.35
f	Others (Trusts)	2,000.00	0.01	2,000.00	0.01	2,000.00	0.01
	Sub - Total (B1)	19,814,392.00	98.86	20,814,392.00	98.91	21,814,392.00	98.96
	Sub-Total (B=B1-B2)	20,043,000.00	100.00	21,043,000.00	100.00	22,043,000.00	100.00
C	Shares held by custodians and against Depository Receipts, FCCBs etc.,	-	-	-	-	-	-
	Grand Total (A+B+C)	20,043,000.00	100.00	21,043,000.00	100.00	22,043,000.00	100.00

6. Identity of the proposed allottees:

The identity of the person who is the ultimate beneficial owners of the Equity Shares proposed to be allotted is as follows:



PINCON SPIRIT LIMITED

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Corporate Office : Samskruti Chambers, No.103, K.H.Road, Santhinagar, Bangaluru - 560027

Phone : 080-2222 9135, Toll Free No. : 1800 345 3684

Email : pinconspirittlimited@gmail.com, psl@pinconspirit.in, Website : www.pinconspirit.in

CIN : L67120WB1978PLC031561

Identity of Proposed allottees	Category	Pre-Issue Holding	No of equity shares to be allotted	Issue Price (INR) of equity shares	Post-issue holding	% Post Issue : Preferential Issue & Conversion of Warrants*
Monoranjan Roy	Indian Public (Director and)	59,86,786	10,00,000	Rs. 135 per equity share	69,86,786	31.70

* Assuming all Equity shares warrants gets converted into Equity Shares

7. Particulars of the Proposed Allottee:

Mr. Monoranjan Roy, Chairman and Managing Director of the Company, S/o Mr. Kalachand Roy, having residence at 1st Floor, 2/233/B/3 Sree Colony, 161/11/4, Kolkata, 700092, West Bengal, India, having PAN- AROPR1716R.

8. Proposed time within which the Preferential Issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders provided that where the allotment is pending on account of pendency of any approval from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approvals.

9. Change in control:

There shall be no change in management or control of the Company pursuant to the issue of equity shares.

10. Securities to be issued:

The resolution set out in the accompanying notice authorizes the Board to issue to the allottee, up to 10,00,000 Fully Paid-up Equity shares of face value of Rs. 10/- each aggregating up to Rs. 13.50 Crores (Rupees Thirteen Crores Fifty Lacs only), in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the provisions of Chapter VII of the Regulations.

11. Auditor's certificate:

The Statutory Auditor's certificate, as required under Regulation 73(2) of the Regulations will be made available for inspection at the Registered Office of the Company between 10 a.m. and 1 p.m. on all working days (excluding Saturday and Sunday) up to the date of the meeting.

12. Lock in period:

The proposed allotment shall be subject to lock-in as per requirements of the Regulations.

13. The Company has not made any preferential issue of securities during the current year:

As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Section 62 of the Companies Act, 2013, other applicable provisions of Companies Act, 2013 and Chapter VII of the Regulations. The Board of Directors believe that the proposed preferential issue and allotment of Equity Shares is in the best interest of the Company and its members. Your Directors, therefore, recommend the resolution for your approval. None of the Directors/Key Managerial Personnel/their relatives of the Company are in any way concerned or interested in the above referred resolution, except Mr. Monoranjan Roy who is the Chairman and Managing Director of the Company. As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the Listing Agreement/Regulation. All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fee by the members at the Registered Office of the Company during 10:00 A.M. to 1:00 P.M on any working day (excluding Saturday and Sunday) up to the date of the meeting.

Item No 2.

Preferential Issue of Equity Share Warrants

In order to strengthen its presence in the market, during the previous year(s), Pincon Spirit Limited ("Company") established the requisite infrastructure in terms of manufacturing, distribution and introduction of new products with the borrowed funds. The resultant increase in the borrowed funds needs to be offset by funds in the form of capital so as to reduce the borrowing cost and also to enhance the debt/capital raising capacity in order to respond to various opportunities for the further growth of the business in terms of introduction of new products, business acquisitions so as to leverage such structure to achieve higher growth in terms of revenue and profit. Therefore, the Company is proposing to raise capital by allotment of Equity Shares/ Share Warrants on a preferential basis. Consent of the shareholders is sought for issuing the Equity Share Warrants as stated in the resolution to Affordable Agro Agencies Private Limited having its office at 12 B.B. Ganguly Street, 1st Floor Kolkata-700012, having PAN AAICA8917H and Lively Equipments Suppliers Private Limited, having its office at 309 B.B. Ganguly Street, Kolkata-700012, having PAN AABCL8818P ("Investors"), (non-promoter companies) which shall result in issuance of up to 10,00,000 Equity Share Warrants of the Company, on a preferential basis, and each warrant convertible into one Equity share of Rs.10/- each fully paid in the following manner:

SL No.	Name of the proposed Allottee	No. of Warrants to be issued
1	Affordable Agro Agencies Private Limited	5,00,000
2	Lively Equipments Suppliers Private Limited	5,00,000
	TOTAL	10,00,000

This will be resulting in an inflow of up to Rs. 13.50 Crores to the Company in accordance with the terms and nature of the Equity Shares to be issued on conversion by the Company. Section 62(1)(C) and Section 42 of the Companies Act, 2013 and the provisions of the Listing Agreement provides, inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in the manner laid down in Section 62 unless the shareholders of the Company in general meeting decide otherwise. The Resolution, if passed, will have the effect of allowing the Board to issue and allot Equity Shares to the Investors who is not an existing member of the Company. Since the proposed Special Resolution would result in issue of Equity Shares of the Company otherwise than to the members of the Company in the manner laid down under Section 62 of the Companies Act, 2013, consent of the shareholders is being sought pursuant to the provisions of Section 42, 62 and all other applicable provisions of the Companies Act, 2013 and the Listing Agreement. The Equity Shares allotted would be listed on BSE and CSE.



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The issue and allotment would be subject to the availability of regulatory approvals, if any. In terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 ("Regulations"), the following disclosures are needed to be made in the Explanatory Statement to the Notice of the General Meeting:

1. The Objects of the Preferential Issue:

Enhancement of Equity base so as to reduce the borrowing cost and also to enhance the debt/capital raising capacity in order to respond to various opportunities for the further growth of the business.

2. The proposal of the promoters / directors or key management personnel to subscribe to the offer:

The Preferential Issue of Equity Share Warrants is not being made to the Promoters, Directors or Key Management Personnel of the Company and the Promoters, Directors or Key Management Personnel of the Company do not intend to subscribe to the offer.

3. Relevant Date:

The Relevant Date as per the Regulations for the determination of issue price of the equity shares pursuant to the aforesaid preferential allotment is fixed as February 20, 2016 i.e. the date falling 30 days prior to the date of this Extraordinary General Meeting to approve the proposed preferential issue, in terms of Section 62 of the Companies Act, 2013.

4. Pricing of Preferential Issue:

The equity shares will be allotted in accordance with the price determined in terms of Regulation 76 of the Regulations. Since the Company is listed on BSE Limited ("BSE") and Calcutta Stock Exchange Limited ("CSE"), the trading volume of Equity Shares of the Company on BSE Limited will be considered to determine the highest trading volume for computation of issue price. As required under the Regulations, wherever it is required, the Company shall re-compute the issue price in accordance with the Regulations.

5. The Shareholding pattern before and after the Preferential Issue of Share Warrants:

The shareholding pattern of the Company pre and post conversion of upto 10,00,000 Equity Shares Warrants under the proposed Preferential Issue and the preferential allotment of Equity Shares, as also based on the fully diluted capital of the Company considering the issue and given below:

SL.No	Category	Pre-Issue As on 19.02.2016		Post Issue : Preferential Issue		Post Issue : Preferential Issue & Conversion of Warrants	
		No of Shares Held	% of Holding	No of Shares Held	% of Holding	Assuming all warrants converted into Equity Shares	
						No of Shares Held	% of Holding
A	Shareholding of Promoters & Promoter Group						
1	Indian Promoters	-	-	-	-	-	-
2	Foreign Promoters	-	-	-	-	-	-
	Sub - Total (A)	-	-	-	-	-	-
B	Public Shareholding						
3	Institutions						
a	Financial Institutions /Banks	-	-	-	-	-	-
b	Mutual Funds & UTI	-	-	-	-	-	-
c	Venture Capital Funds	-	-	-	-	-	-
d	FIs	228,608.00	1.14	228,608.00	1.09	228,608.00	1.04
e	Foreign Venture Capital Investors	-	-	-	-	-	-
	Sub - Total (B1)	228,608.00	1.14	228,608.00	1.09	228,608.00	1.04
4	Non-Institutions						
a	Private Corporate Bodies	7,599,472.00	37.92	7,599,472.00	36.11	8,599,472.00	39.01
b	Indian Public	5,980,345.00	29.84	5,980,345.00	28.42	5,980,345.00	27.13
c	Directors and Relatives	5,986,786.00	29.87	6,986,786.00	33.20	6,986,786.00	31.70
d	NRIs	168,272.00	0.84	168,272.00	0.80	168,272.00	0.76
e	Clearing Members	77,517.00	0.39	77,517.00	0.37	77,517.00	0.35
f	Others (Trusts)	2,000.00	0.01	2,000.00	0.01	2,000.00	0.01
	Sub - Total (B1)	19,814,392.00	98.86	20,814,392.00	98.91	21,814,392.00	98.96
	Sub-Total (B=B1-B2)	20,043,000.00	100.00	21,043,000.00	100.00	22,043,000.00	100.00
C	Shares held by custodians and against Depository Receipts, FCCBs etc.,	-	-	-	-	-	-
	Grand Total (A+B+C)	20,043,000.00	100.00	21,043,000.00	100.00	22,043,000.00	100.00

6. Identity of the proposed allottees:

The identity of the person who is the ultimate beneficial owners of the Equity Shares proposed to be allotted is as follows:

Identity of Proposed allottees	Category	Pre-Issue Holding	No of equity shares warrant to be allotted	Issue Price (INR) of equity shares	Post-issue holding	% Post Issue : Preferential Issue & Conversion of Warrants*
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CIN : L67120WB1978PLC031561

Affordable Agencies Limited	Agro Private	Body Corporate	Nil	5,00,000	Rs. 135 per equity share warrant	5,00,000	2.27%
Lively Suppliers Limited	Equipments Private	Body Corporate	Nil	5,00,000	Rs. 135 per equity share warrant	5,00,000	2.27%

* Assuming all Equity shares warrants gets converted into Equity Shares

7. Proposed time within which the Preferential Issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders provided that where the allotment is pending on account of pendency of any approval from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approvals.

8. Change in control:

There shall be no change in management or control of the Company pursuant to the issue of equity shares.

9. Securities to be issued:

The resolution set out in the accompanying notice authorizes the Board to issue to the allottee, up to 10,00,000 Equity Share Warrants of face value of Rs. 10/- each aggregating up to Rs. 13.50 Crores (Rupees Thirteen Crores Fifty Lacs only), in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the provisions of Chapter VII of the Regulations.

10. Auditor's certificate:

The Statutory Auditor's certificate, as required under Regulation 73(2) of the Regulations will be made available for inspection at the Registered Office of the Company between 10 a.m. and 1 p.m. on all working days (excluding Saturday and Sunday) up to the date of the meeting.

11. Lock in period:

The proposed allotment shall be subject to lock-in as per requirements of the Regulations.

12. The Company has not made any preferential issue of securities during the current year:

As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Section 62 of the Companies Act, 2013, other applicable provisions of Companies Act, 2013 and Chapter VII of the Regulations. The Board of Directors believe that the proposed preferential issue and allotment of Equity Shares is in the best interest of the Company and its members. Your Directors, therefore, recommend the resolution for your approval. None of the Directors/Key Managerial Personnel/their relatives of the Company are in any way concerned or interested in the above referred resolution. As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the Listing Agreement/Regulation. All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fee by the members at the Registered Office of the Company during 10:00 A.M. to 1:00 P.M. on any working day (excluding Saturday and Sunday) up to the date of the meeting.

By Order of the Board
For Pincon Spirit Limited

Aditya Karwa
Company Secretary

Date: 25th February, 2016

Place: Kolkata

Registered Office:

7, Red Cross Place,

"Wellesley House"

3rd Floor,

Kolkata – 700 001



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CIN : L67120WB1978PLC031561

ATTENDANCE SLIP Extraordinary General Meeting

DP Id.		Name & Address of the Registered Shareholder
Client Id./Regd. Folio No.		
No. of Share(s) held		

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the Extraordinary General Meeting of the Company convened at 11:30 A.M. on Tuesday, 2016 at The Peerless Inn at 12, Jawaharlal Nehru Road, Kolkata- 700013.

Member's/Proxy Signature

Note: Please complete this and hand it over at the entrance of the hall.

Tear Here



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PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 read with Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	
Registered Address:	
Email Id:	
Folio No./DP ID-Client ID No	

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint

1	Name: _____ Address: _____ Email Id: _____ Signature: _____ or failing him;
2	Name: _____ Address: _____ Email Id: _____ Signature: _____ or failing him;
3	Name: _____ Address: _____ Email Id: _____ Signature: _____ or failing him;

as my / our proxy to addend and vote (on a poll) for me / us and on my/ our behalf at the Extraordinary General Meeting of the Company, to be held on Tuesday, March 22, 2016 at 11.30 A.M. The Peerless Inn at 12, Jawaharlal Nehru Road, Kolkata-700013, West Bengal and any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Matter of Resolution	For	Against
1.	Preferential Issue of Equity Shares		
2.	Preferential Issue of Equity Share Warrants		

Signed this _____ day of _____, 2016

Signature of Shareholder: _____

Signature of First Proxy holders: _____

Note:

- THIS FORM OF PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DULY COMPLETED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT 7, RED CROSS PLACE, "WELLESEY HOUSE" 3RD FLOOR, KOLKATA – 700 001, NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extraordinary General Meeting.

Affix Revenue Stamp



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ANNEXURE TO THE NOTICE DATED 25TH FEBRUARY, 2016 OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY TO BE HELD ON 22ND MARCH 2016

Name and Registered Address of the Sole/First Named Shareholder	
Name of the Joint Shareholder(s)	
Registered Folio No./DP ID No. /Client ID No. (*Application to investors Holding shares in demat form)	
Numbers of Share(s) held	

Dear Shareholder,

Subject: Process and Manner for availing E-Voting facility

Pursuant to Provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer E-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the Extraordinary General Meeting to be held on Tuesday 22nd March, 2016 at 11:30AM at The Peerless Inn at 12, Jawaharlal Nehru Road, Kolkata- 700013, and at any adjournment thereof. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evoting.nsdl.com>

The Electronic Voting particulars are set out below:

EVSN (E-Voting Event Number)	User Id	Password
103847		

The E-voting facility will be available during the following voting period:

Commencing Period of E-Voting	End of E-Voting
19 th March, 2016 at 10:00 A.M. (IST)	21 st March, 2016 at 5:00 P.M. (IST)

Please read the instructions given at Note No.15 of the Notice of the Extraordinary General Meeting carefully before voting electronically

The Details and instructions from integral part of the Notice dated 25th February, 2016 for the Extraordinary General Meeting to be held on 22nd March, 2016

By Order of the Board
For Pincon Spirit Limited

Aditya Karwa
Company Secretary

Date: 25th February, 2016

Place: Kolkata

Registered Office:

7, Red Cross Place,

"Wellesley House"

3rd Floor,

Kolkata – 700 001



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ROUTE MAP

