## NOTICE OF 25TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty Fifth (25<sup>th</sup>) Annual General Meeting of the members of **Stellar Capital Services Limited** will be held on Monday, 30<sup>th</sup> September, 2019 at 02:00 P.M. at the registered office of the Company situated at 402, 4th Floor Solitaire Plaza, M.G. Road, Gurgaon, Haryana-122002 to transact the following businesses:

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements for the financial year ended on March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of Mrs. Rajni Aneja (DIN: 00341959) who retires by rotation and, being eligible, offers herself for re-appointment.

3. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

"**RESOLVED THAT** in accordance with the provisions of Sections 139 and 142 of the Companies Act, 2013, and the rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force) M/s V.N. Purohit & Co., Chartered Accountants (Firm's Registration No. 304040E), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a period of four years from the conclusion of this Meeting till the conclusion of the Twenty Ninth Annual General Meetingand that the Audit Committee and the Board of Directors of the Company be and are hereby authorised to fix their remuneration and other terms and conditions from time to time."."

#### SPECIAL BUSINESS

4. Appointment of Mr. Indresh Kumar Bhardwaj (DIN:- 08211966) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 149,152, 160 and all other applicable provisions, if any, of the Companies Act,2013("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) Mr. Indresh Kumar Bhardwaj (DIN:- 08211966), who was appointed as an Additional Director (Independent Director) by the Board of Directors pursuant to provisions of Section 161(1) of the Companies Act, 2013 w.e.f 24<sup>th</sup> January, 2019 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of the Independent Director of the Company and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold the office for a period of (5) Five Consecutive Years commencing from 24<sup>th</sup> January, 2019 to 23<sup>rd</sup> January, 2024 and the term shall not be subject to retirement by rotation".

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute and deliver all such necessary documents for the purpose of giving effect to the aforesaid resolution

By the order of the Board of Directors For Stellar Capital Services Limited

Payal Company Secretary

Date: 31.08.2019 Place: - Gurgaon

NOTES :

### 1. EXPLANATORY STATEMENT

An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts relating to the Special Business to be transacted at the meeting is is annexed hereto.

Additional information, pursuant to the Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations, 2015, with respect to reappointment of the Statutory Auditors of the Company, as proposed under Item No. 3 of this Notice under Ordinary Business, is also provided in the Explanatory Statement.

### PROXY/AUTHORIZED REPRESENTATIVE

## A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of the members not exceeding 50 (Fifty) and holding in aggregate not more than

# ANNUAL REPORT 2018-2019 STELLAR CAPITAL SERVICES LIMITED

ten percent of the total share capital of the Company carrying voting rights. However, 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 proxy for any other person or member. The instrument appointing proxy (Proxy Form), in order to be effective **must be deposited at the registered office of the company, not less than forty-eight (48) hours before the commencement of the Annual General Meeting ("AGM"). Proxy Form is enclosed with this notice**.

Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

### **BOOK CLOSURE**

Register of Members and Share Transfer Books of the Company will remain closed from Monday 23rd September, 2019 to Monday 30th September, 2019 (both days inclusive).

## 4. CUT OFF DATE:

This Notice is being sent to all the members whose name appears as on 23rd August 2019 in the register of members or beneficial owners as received from M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company.

A person whose name is recorded in the Register of members or in the register of beneficial owners maintained by the depositories as on 23rd September, 2019 (the "Cut- off Date") only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid- up equity share capital of the Company as on the Cut Off date. A person who is not a Member on the cut-off date should accordingly treat this Notice as for information purposes only.

## COMMUNICATION TO MEMBERS

With a view to use natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the company to send communications electronically.

Members may also note that the Notice of the 25th AGM and the Annual Report for the year 2018-19 will be available on the company's website, www.stellarcapital.in The Physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days, Members who require communication in physical form in addition to e- communication, or have any other queries, may write to us at stellarcapital@yahoo.in.

- I.Members seeking any information or clarification on the accounts are requested to send written queries to the Company at the Registered office of the Company or on email Id of the Company at "stellarcapital@yahoo.in" atleast 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
- II. The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013 are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 02:00 P.M. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.
- III. The register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013, are open for inspection at the registered office of the Company on all working days except Saturday and Sunday, between 02:00 P.M. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.
- IV.All documents referred to in the accompanying Notice are open for inspection at the Company's Registered Office on all working days except Saturday and Sunday, between 02:00 P.M. to 1:00 up to the date of the Annual General Meeting.
- V.Members/Proxy holders are requested to produce at the entrance, the attached Admission slip for admission to the meeting hall. Duplicate attendance slips will not be provided at the hall.
- VI.Only bonafide members of the Company whose name appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members for attending themeeting.
- VII.For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by attendance slip, which is enclosed with this Notice. Members are requested to sign at the place provided on the Attendance Slip along with a valid identity proof such as the PAN Card, Passport, Aadhar Card, Driving License etc. and hand it over at the registration counter at the venue.

# ANNUAL REPORT 2018-2019

# **STELLAR CAPITAL SERVICES LIMITED**

- VIII.As a measure of economy, copies of Annual Reports will not be distributed at the venue of the Annual General Meeting. Members are therefore, requested to bring their own copies of the Annual Reports to the meeting.
- IX.In order to serve the shareholders effectively and for administrative convenience, members are requested to notify multiple folios standing in their name for consolidation, if any, to the Secretarial Department at the Registered Office of the Company immediately.
- X.Members who wish to make nomination for the shares held in the Company may kindly send the details in the form as prescribed under the Companies Act, 2013 and the Rules framed there under to the Registrars of the Company.
- XI.Route Map of Venue of the Meeting is attached.
- XII.VOTING THROUGH ELECTRONIC MEANS:
  - In compliance with the provisions of section 108 of the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014, amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations,2015, shareholders are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services Limited (CDSL) in respect of all resolutions set forth in this Notice. The procedure and instructions for e-voting are as follows:
  - The shareholders should log on to the e-voting website www.evotingindia.com.
  - Click on "Shareholders/Member"tab.
  - Now enter your User-ID.

## For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

• Members holding shares in Physical Form should enter Folio Number registered with the Company.

• Next enter the Verification Code as displayed and Click on Login.

• If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

• If you are a first time user follow the steps given below:

• After entering these details appropriately, click on "SUBMIT" tab. wherein they are required to mandatorily enter their login password in the new password field. Kindly note that

	<ul> <li>For Members holding shares in Demat Form</li> <li>and Physical Form</li> </ul>	
PAN	<ul> <li>Enter your 10 digit alpha-numeric *PAN</li> <li>issued by Income Tax Department</li> <li>(Applicable for both demat shareholders as</li> <li>well as physical shareholders)</li> </ul>	
	<ul> <li>Members who have not updated their PAN</li> <li>with theCompany/Depository Participant are</li> <li>requested to use the the first two letters of</li> <li>their name and the 8 digits of the sequence</li> <li>number in the PAN field. Sequence number</li> <li>is printed on separate letter.</li> </ul>	
	<ul> <li>In case the sequence number is less than 8</li> <li>digits enter the applicable number of 0's</li> <li>before the number after the first two</li> <li>characters of the name in CAPITAL letters.</li> </ul>	
	<ul> <li>Eg. If your name is Ramesh Kumar with</li> <li>sequence number 1 then enter RA00000001</li> <li>in the PAN field</li> </ul>	
Date of Birth (DOB)	<ul> <li>Enter the Date of Birth (DOB) as recorded in</li> <li>your demat account or in the company records</li> <li>for the said demat account or folio in dd/mm/yyyy</li> <li>format.</li> </ul>	
Dividend Bank Details	<ul> <li>Enter the Dividend Bank Details as recorded</li> <li>in your demat account or in the Company records</li> <li>for the said demat account or folio.</li> </ul>	
	<ul> <li>Please enter the DOB or Dividend Bank Details</li> <li>in order to login. If both the details are not</li> <li>recorded with the depository and company</li> <li>please enter the member id / folio number in the</li> <li>Dividend Bank details.</li> </ul>	
this passwo	ord is to be also used by the demat holders for	

this password is to be also used by the demat holders for

• Voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

• For Members holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.

• Click on the EVSN <STELLAR CAPITAL SERVICES LIMITED>on which you choose to vote.

• On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

• Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

• After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

• Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

• You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

• If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

• Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

• Note for Non – Individual Shareholders and Custodians

• Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on towww.evotingindia.com and register themselves as Corporates.

• A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

• The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

• A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

## **E-voting Period**

The E-voting period commences on **27**<sup>th</sup> **September**, **2019** (10:00am) and ends on 29th September, 2019(5:00 pm). During the aforesaid period, Members of the company holding shares in physical form or dematerialization form, as on cut off date i.e. 23<sup>rd</sup> September, 2019 may opt to cast their votes through electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

### >User ID and Password for the members who became Members after dispatch of AGM notice

Persons who have acquired shares and became members of the Company after the dispatch of the notice of AGM but before the cut- off date of 23<sup>rd</sup> September, 2019, may obtain their user ID and password for e-voting from the Company's Registrar and Share Transfer Agent or CDSL.

## ≻Queries in relation to E-voting:

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at <u>www.evotingindia.com</u>,under help section or write an email to<u>helpdesk.evoting@cdslindia.com</u>.

## > VOTING THROUGH BALLOT PAPER

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the AGM on the date of the AGM. Voting at the venue of AGM shall be done through Ballot Papers and Members attending the AGM shall be able to exercise their voting rights at the meeting through Ballot Papers. After the agenda item has been discussed, the Chairman will instruct the Scrutinizer to initiate the process of voting on all the resolutions through Ballot Papers. The Ballot Papers will be issued to the Shareholders / Proxy holders/ Authorized Representatives present at the AGM. The Shareholders may exercise their right of vote by tick marking as ( $\sqrt{}$ ) against "FOR" or "AGAINST" as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es)kept at the meeting hall for this purpose.

## 6. <u>SCRUTINIZER</u>

M/s KUNDAN KUMAR MISHRA & ASSOCIATES, Company Secretaries has been appointed as scrutinizer ("Scrutinizer") for scrutinizing the voting process (Ballot Paper as well as Remote E-voting) in a fair and transparentmanner.

The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and make a scrutinizer's report of the votes cast in favour or against forthwith to the Chairman of the Company.

Voting is provided to the members through evoting and at the Annual general meeting of the Company. A member

can opt for only one mode of voting i.e. either through evoting or at the annual general meeting of the Company. iv. If a member casts votes by both modes, then voting done through e-voting shall prevail.

## 7. DECLARATION OFRESULTS

The Voting Results on above resolutions shall be submitted to the BSE Limited within 48 hours from the conclusion of the AGM of the Company. The Results of voting will be declared and /s the same along with Scrutinizer's Report(s) will be placed on the website of the CDSL and the Company's website **www.stellarcapital.in** immediately after the result is declared by the Chairman.

## ANNEXURE TO NOTICE EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

## Item no.03

The Members of the Company at the 21st Annual General Meeting ('AGM') held on 30th September, 2015 approved the appointment of M/s. V.N. Purohit & Co., Chartered Accountant, as the Auditors of the Company for a period of four years till the conclusion of the said AGM. They will complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014. The present remuneration of auditors for conducting the audit for the financial year 2018-19, as approved by the Members, is Rs. 40,000 plus goods and services tax as applicable and reimbursement of out-of-pocket expenses incurred and remuneration for the financial year 2019-20 is proposed to be same.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the reappointment of M/s. V.N. Purohit & Co., Chartered Accountant, as the Auditors of the Company for further period of four years from the conclusion of this AGM till the conclusion of the 28<sup>th</sup> AGM. On the recommendation of the Committee, the Board also recommended for the approval of the Members, the remuneration of V.N. Purohit & Co. for the financial year 2019-20 as set out in the Resolution relating to their appointment.

The Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found V.N. Purhohit & Co. to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company. V.N. Purohit & Co. is a firm of Chartered Accountants based in Kolkata (India). Established in 1961, they are serving the industry and individuals for over five decades. They have vast experience and have a nationwide footprint with branches in New Delhi, Hyderabad and Durgapur alongwith a Camp Office situated at Guwahati.

V.N. Purohit & Co. have given their consent to act as the Auditors of the Company and have confirmed that the said reappointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

The Board recommends this Resolution for your approval.

### Item No: 4

Mr. Indresh Kumar Bhardwaj (DIN:- 08211966) was appointed as an Additional (Independent) Director of the Company with effect from 24th January, 2019 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Indresh Kumar Bhardwaj holds office upto the date of this Annual General Meeting and is eligible for the appointment as a Director. The Company has received a Notice from a Member in writing under Section 160 of the Act, proposing his candidature for the office of Director. Mr. Indresh Kumar Bhardwaj has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Mr. Indresh Kumar Bhardwarj is a Graduate in commerce.

The Board recommends the passing of the Ordinary Resolution as set out in the Item No. 4 of the Notice for the appointment of Mr. Indresh Kumar Bhardwarj as an Independent Director of the Company.

A statement containing his profile is given as per **Annexure 1** to the Notice.

Except Mr. Indresh Kumar Bhardwarj being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4

By the order of the Board of Directors

For Stellar Capital Services Limited

Payal Company Secretary Date: 31.08.2019 Place: - Gurgaon

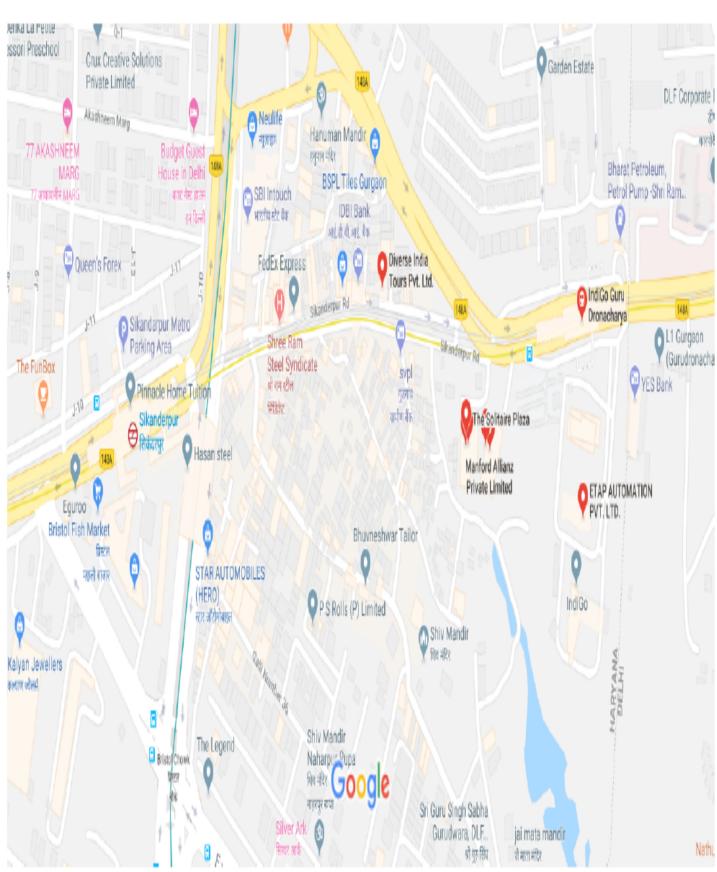
## Annexure 1

Details of Directors seeking appointment/re-appointment of Directors in the forthcoming Annual General Meeting as per SEBI (LODR) Regulation 2015 and Secretarial Standards

Name of the Director	Indresh Kumar Bhardwaj	Rajni Aneja
Date of Birth	25.08.1983	06.06.1967
DIN	08211966	00341959
Date of first Appointment on the Board	24.01.2019	05.01.2017
Relationship with Director	NIL	Mother of Mr. Pranay Aneja
Expertise in specific functional area	Adminisatration	Finance and administration
Qualification	Graduate	Graduate
Board Membership of other companies as on March 31,2019	Director in 2 Company	Director in 2 Company
Chairman/ Member of the Committee of the Board of Directors as on March 31, 2019	Member of the Committee	-
a)Audit Committee	Member	-
b)NRC Committee	Member	-
c) Stakeholder Relationship Committee	Member	-
d)Other Committee	-	
Number of shares held in the Company as on March 31,2019	-	32,01,000
Remuneration last drawn	-	35000
Remuneration last drawn	Sitting fees as approved by the Board of Directors within the limits of the applicable laws.	35000
Relationship with other Directors and Key Managerial Personnel of the Company	Nil	She is mother of Mr. Pranay Aneja, Managing Director

# ANNUAL REPORT 2018-2019

# STELLAR CAPITAL SERVICES LIMITED



ROUTE MAP OF VENUE

ANNUAL REPORT 2018-2019 STELLAR CAPITAL SERVICES LIMITED

### STELLAR CAPITAL SERVICES LIMITED

**CIN**: L74899HR1994PLC076773

**Registered office**: 402, 4th Floor Solitaire Plaza, M.G. Road, Gurgaon, Haryana-122002 **Website** : www.stellarcapital.in**E mail ID** : stellarcapital@yahoo.in, **Ph:** 011-26812222

## ATTENDANCE SLIP 25th ANNUAL GENERAL MEETING – SEPTEMBER 30, 2019

Please fill the Folio/DP ID-Client ID No. and name and sign the Attendance Slip and hand it over at the Attendance Verification Counter at the Entrance of the meeting hall

Members' Name and Address details Reg. FolioNo. DP &ClientNo. No. ofSharesHeld

•	
1	
•	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company at its registered office at **402**, **4th** Floor Solitaire Plaza, M.G. Road, Gurgaon, Haryana-122002 on Monday, 30th September, 2019 at 02:00 P.M.

Member'sName	:	
Proxy'sName	:	
Member's/Proxy's Signature :	_	

## **ELECTRONIC VOTING PARTICULARS**

Electronic Voting Sequence Number (EVSN)	User id	Sequence Number

**Note**: Please refer to the instruction printed under the Notes to the Notice of the 25th Annual General Meeting. The E-voting period starts 27<sup>th</sup> September, 2019 (10:00am) and ends on 29th September, 2019(5:00 pm). The E-Voting portal shall be disabled by CDSL immediately after 5:00 pm IST on 29-09-2019.

# ANNUAL REPORT 2018-2019 STELLAR CAPITAL SERVICES LIMITED

## STELLAR CAPITAL SERVICES LIMITED

CIN: L74899HR1994PLC076773

**Registered office**: 402, 4th Floor Solitaire Plaza, M.G. Road, Gurgaon, Haryana-122002 **Website** : www.stellarcapital.in**E mail ID** : stellarcapital@yahoo.in, **Ph:** 011-26812222

#### Form No. MGT-11 PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and

Administration) Rules, 2014]

#### 25th ANNUAL GENERAL MEETING - SEPTEMBER 30, 2019 AT 02:00 P.M.

	Name of the Member (s):			
	Registered address:			
	E-mail ID:			
	Folio No./Client ID:			
	DP ID:			
I/We being	g the member(s) of Stellar Capital Se	vices Limited holding sha	res of the Company hereby appoint:	
Name	:	Email :	Address :	Signature
:s_or failing	ghim/her			
Name	:			
Email	:		Address :	
Signature			or failinghim/her	

as my/our **proxy** to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 25<sup>th</sup> Annual General Meeting of the Company at its registered office at **402**, **4th Floor Solitaire Plaza**, **M.G. Road**, **Gurgaon**, **Haryana-122002** on Monday, 30th September, 2019 at 02:00 P.M.and at any adjournment thereof in respect of such resolutions as are indicated below:

SNo.	RESOLUTIONS	Tick appro priately
	ORDINARY RESOLUTION	
1	To consider and adopt the audited financial statements for the year financial ended on March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon.	For/Against
2	To appoint a Director in place of Mrs. Rajni Aneja (DIN 00341959) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible offer herself for re- appointment	For/Against
3	To re-appoint Statutory Auditor of the Company	For/Against
4	To Appoint Mr. Indresh Kumar Bhardwaj as an Independent Director of the Company	For/Against
Signed	thisday of2019	Affix

Signature of Mombor	. Signature of Proxy holder(s)	
Signature of Member		• • • • •

Revenue Stamp

#### Notes:

1. This form of proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 25th Annual General Meeting.

#### **Electronic Voting Particulars**

EVSN (Electronic Voting Sequence Number)	*Default PAN

\*Only Member who have not updated their PAN with Company / Depository Participant(s) shall use default PAN in the Pan field. **Note:** Please refer to the instruction printed under the Notes to the Notice of the 25th Annual General Meeting. The E-voting period starts 27<sup>th</sup> September, 2019 (10:00 am) and ends on 29th September, 2019(5:00 pm). The E-Voting portal shall be disabled by CDSL immediately after 5:00 pm IST on 29-09-2019.