

**Purshottam Investofin Limited**  
**Regd. Office: L-7, Menz. Floor, Green Park Extension, Delhi-110016**  
**CIN: L65910DL1988PLC033799**  
**Email: purshottaminvestofin@gmail.com**  
**Tel: 011-46067802, Website: www.purshottaminvestofin.in**

### NOTICE

NOTICE is hereby given that the 32ND Annual General Meeting (AGM) of PURSHOTTAM INVESTOFIN LIMITED will be held on Thursday, 30th September, 2021 at 05:00 P.M. through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue to transact businesses as set out in this notice. The venue of the AGM shall be deemed to be the Registered Office of the Company at L-7, Menz. Floor, Green Park Extension, Delhi-110016

The following businesses will be transacted at the AGM:

#### Ordinary Business:

- To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon**

"RESOLVED THAT the audited Financial Statements of the Company for the- financial year ended 31st March 2021 along with Reports of the Board of Directors and Auditors thereon and other annexure and attachment therewith, be and are hereby received, considered, approved and adopted."

- To re-appoint Mr. Pramod Kumar Jain (DIN: 00112968), as Director who retires by rotation and being eligible, offers himself for re-appointment**

"RESOLVED THAT Mr. Pramod Kumar Jain (DIN: 00112968) who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation."

#### Special Business:

- Re-appointment of Mr. Pramod Kumar Jain:**

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

"RESOLVED that pursuant to the provisions of Section 196, 197 & 203 of the Companies Act, 2013 ("Act") read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Pramod Kumar Jain (DIN: 00112968) be and is hereby re-appointed as a Whole Time Director designated as CFO & Executive Director of the Company, for a period of 3 years with effect from August 13, 2021, liable to retire by rotation, on such terms and conditions including remuneration as stated in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration in such manner as the Board may think fit.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem necessary including but not limiting to re-designation and promotion of Mr. Pramod Kumar Jain, during the course of his employment from time to time on recommendation of Nomination and Remuneration Committee."

- Re-appointment of Mr. Sahib Singh Gusain:**

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

"RESOLVED that pursuant to the provisions of Section 196, 197 & 203 of the Companies Act, 2013 ("Act") read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Sahib Singh Gusain (DIN: 00649786) be and is hereby re-appointed as a Whole Time Director designated as Managing Director of the Company, for a period of 3 years with effect from August 13, 2021, liable to retire by rotation, on such terms and conditions including remuneration as stated in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration in such manner as the Board may think fit.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem necessary including but not limiting to re-designation and promotion of Mr. Sahib Singh Gusain, during the course of his employment from time to time on recommendation of Nomination and Remuneration Committee.”

**5. Regularization of Mr. Rajendra Prasad Chauhan as Independent Director of Company:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable law, Mr. Rajendra Prasad Chauhan (DIN 01444662), a non- executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company w.e.f. 11.08.2021 for five years, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

Date: 11.08.2021  
Place: Delhi

By Order of the Board of Directors  
For Purshottam Investofin Limited  
Sd/-

Ankit Gupta  
Company Secretary  
Memb. No.: ACS 55201

Purshottam Investofin Limited  
Regd. Office: L-7, Menz. Floor, Green Park Extension, Delhi-110016  
CIN: L65910DL1988PLC033799  
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Tel: 011-46067802, Website: www.purshottaminvestofin.in

**Notes:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) relating to the special business to be transacted at the Annual General Meeting (AGM) is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 3 to 5 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (‘MCA’) issued General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April 2020 and 5th May, 2020, respectively and by General Circular No. 02/2021 dated 13th January, 2021, allowed companies whose AGMs were due to be held in the year 2020 or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 (“MCA Circulars”). The Securities and Exchange Board of India (‘SEBI’) also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 the validity of which has been extended till 31st December, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated 15th January, 2021 (“SEBI Circulars”). In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 32nd AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The Members can attend and participate in the AGM through VC/OAVM only. Further, the Company will be availing remote e-voting/ e-voting system for casting vote during AGM from National Securities Depository Limited (NSDL).
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional/Corporate members are requested to send at pil.cs0187@gmail.com, a duly certified copy (PDF/JPEG format) of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Section 113 of the Act.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24th September, 2021 to Thursday, 30th September, 2021 (both days inclusive) for the purpose of the AGM.
5. The Company’s Registrar and Transfer Agent (RTA) for its Share Registry Work (Physical and Electronic) is MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- [info@masserv.com](mailto:info@masserv.com)
6. Members are requested to intimate/update changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. (along with duly cancelled cheque leaf stating the said details) to their Depository

Participant in case the shares are held by them in electronic form or to the Company's RTA in case the shares are held by them in physical form, which will help the Company and the Company's RTA to provide efficient and better services. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard. Further, members who hold shares in physical mode in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.

7. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA at their office address mentioned in point no. 5. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
9. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participant in case the shares are held by them in electronic form and with Company's RTA in case the shares are held by them in physical form. This may be considered as an advance opportunity to the members to register their e-mail address and changes therein as required under Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the Securities Market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding the shares in physical form can submit their PAN details to the Company/RTA.
11. In terms of Section 152 of the Act, Mr. Pramod Kumar Jain, Director of the Company, are liable to retire by rotation at this Annual General Meeting and being eligible, offers him-self for re-appointment.
12. Details under Regulation 36(3) and 26(4) of the Listing Regulations and in terms of Secretarial Standard-2 in respect of the Directors seeking appointment/re-appointment at the 32<sup>nd</sup> Annual General Meeting are part of the explanatory statement. Requisite declarations have been received from the Director seeking appointment/reappointment.
13. Non-Resident Indian members are requested to inform RTA/respective DP's, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier.
14. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
15. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, 23<sup>rd</sup> September, 2021. Members are eligible to cast vote only if they are holding shares as on that date and a person who is not a member as on the cut off date should treat this notice for information purposes only.
16. Members of the Company who acquires shares after the sending of Notice by the Company and hold shares as on the cut-off date i.e Thursday, 23<sup>rd</sup> September, 2021, shall follow the same procedure for e-Voting as mentioned at point no . 21
17. The facility of participation at the e-AGM through VC will be made available for 1,000 members on first come first served basis. However this restriction is not applicable on Shareholders holding 2% or more shares, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees and Auditors etc. who are allowed to attend the e-AGM without the restriction of first come first served basis.
18. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories and Company's RTA as on the cut-off date only shall be entitled to avail the facility remote e-voting as well as voting at the AGM through VC/OAVM.

**19. AN ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ELECTRONIC ANNUAL REPORT:**

- (i) In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 02/2021 dated 13th January, 2021 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
- (ii) Members who do not have registered their E-mail ID and/or bank details are required to register their email addresses and/or bank details, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings, with the Company's Share Transfer Agent i.e. MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- [info@masserv.com](mailto:info@masserv.com) following due procedure, which is as under:

In case, Physical Holding	Send a duly signed request letter to the RTA of the Company i.e. MAS Services Limited (Unit : Purshottam Investofin Limited), T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- <a href="mailto:info@masserv.com">info@masserv.com</a> and provide the following details/documents for registering email address: a) Folio No., b) Name of shareholder, c) Email ID, d) Copy of PAN card (self attested), e) Copy of Aadhar (self attested) f) Copy of share certificate (front and back) Following additional details/documents need to be provided in case of updating Bank Account detail: a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number, d) MICR Code Number, and e) IFSC Code f) Copy of the cancelled cheque bearing the name of the first shareholder
In case, Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.

- (iii) The Notice of AGM along with Annual Report for the financial year 2020-21, is available on the website of the Company at [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in) , on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

**20. PROCEDURE FOR INSPECTION OF DOCUMENTS:**

- i. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection on the website of the Company till the date of this Annual General Meeting.
- ii. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available for inspection upon login at NSDL e-voting system.

**21. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Monday, 27<sup>th</sup> September, 2021 at 09:00 A.M. and ends on Wednesday, 29<sup>th</sup> September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 23rd September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 23rd September, 2021.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system****A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com/">https://eservices.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>“IDeAS”</b> section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com/">https://eservices.nsd.com/</a>. Select <b>“Register Online for IDeAS”</b> Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <b>“Login”</b> which is available under <b>‘Shareholder/Member’</b> section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders holding securities in demat mode with CDSL.	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email</li> </ol>

	as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - How to retrieve your 'initial password'?
    - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com) or [info@masserv.com](mailto:info@masserv.com)
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com) or [info@masserv.com](mailto:info@masserv.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.**

- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [agrawal.kundan@gmail.com](mailto:agrawal.kundan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms.Pallavi Mhatre, Manager, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at ([pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com) ). The same will be replied by the company suitably.



**22. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:** Members desiring any information/clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com) on or before 23<sup>rd</sup> September, 2021 to enable the management to keep information ready at the AGM. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, demat account number/folio no., mobile number at [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com) on or before 23<sup>rd</sup> September, 2021. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The other members desiring to seek information/clarification during the AGM may ask through the chat box facility provided by NSDL. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

**23. DECLARATION OF RESULTS:**

1. Mr. Kundan Agrawal, a Practicing Company Secretary (Certificate of Practice No. 8325, Membership No. FCS 7631), Proprietor, M/s. Kundan Agrawal & Associates has been appointed as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of voting at the AGM, 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 48 hours of the conclusion of the AGM, a consolidated scrutinizer'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.
3. The results shall be declared not later than forty-eight hours from conclusion of the meeting by posting the same on the website of the Company ([www.purshottaminvestofin.in](http://www.purshottaminvestofin.in)), website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com).) and by filing with the BSE Ltd. It shall also be displayed on the Notice Board at the Registered Office of the Company.
4. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. 30th September, 2021.

**Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013:**

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 ("Act") is annexed to and forms part of the Notice convening the 32nd Annual General Meeting:

Item No. 2 & 3

Mr. Pramod Kumar Jain was earlier appointed by the Board as whole time director from 13.08.2018. The Members also approved his appointment by passing resolution at the AGM held on 29.09.2018. Then board further also designated him as CFO of the Company.

Based on the recommendation made by the Nomination and Remuneration Committee (NRC), the Board at its meeting held on 11th August 2021, passed a resolution for re-appointment of Mr. Pramod Kumar Jain as Whole Time Director designated as CFO & Executive Director of the Company for a period of 3 years commencing from 13th August 2021 to 12th August 2024, subject to approval of the Members.

Approval of Members is sought for re-appointment of Mr. Pramod Kumar Jain as Whole Time Director designated as CFO & Executive Director and for payment of remuneration including minimum remuneration in terms of applicable provisions of the Companies Act, 2013 ("the Act")

None of the Directors/Key Managerial Personnel of the Company and/or their relatives are interested in the resolution set out under item no. 2 & 3 of the accompanying Notice of 32nd Annual General Meeting of the Company.

A copy of the Memorandum setting out the terms of appointment of Mr. Pramod Kumar Jain under Section 190 of the Act is available on the website of the Company for inspection i.e. [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in).

Mr. Jain satisfies all the applicable conditions of the companies act, 2013 & he is not disqualified from being appointed as director in terms of Section 164 of the Act. Mr. Pramod Kumar Jain is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Broad particulars of the terms are as under:

**Nature of Duties:** The appointee shall devote his whole time and attention to the business activities of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company.

**Remuneration:** The appointee shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

a) Salary: Rs. 12,00,000 (Rs. Twelve Lac only) per annum with annual increments effective 1 April every year (starting April 2022) as may be decided by the Board, based on the recommendation of Nomination & Remuneration Committee, but subject to the maximum remuneration prescribed under Para A, Section II, Part II of Schedule V of the Companies Act, 2013.

b) Benefits, Perquisites, Allowances: None

c) Commission / Incentive: None

In addition to the above, Mr. Pramod Kumar Jain, will be entitled for all other statutory employee benefits with respect to Provident Fund, Gratuity, medical insurance, leave rules as per Company's policy and rules.

Details of the Director seeking appointment / re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Name of Director	Mr. Pramod Kumar Jain
Age	56 Years
Date of first appointment on the Board	13.08.2018
DIN	00112968
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No inter-se relationship
Qualifications	Graduate
Last drawn Remuneration	Rs. 12 Lac
Remuneration Proposed to be paid	As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto.
Brief Resume and Expertise in specific Functional areas	Mr. Jain is CFO and Executive Director of the Company. He is graduate by qualification. He has a vast knowledge and experience in field of trading, decision making, tax, accounting, financing, investments, entrepreneurship, compliance, risk management and legal. He has handled diversified business and having good experience in various segments.. He has adopted the good planning methods and executing aggressive strategies to achieve business goals.
Terms and Conditions of Appointment / Re-appointment	As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Pramod Kumar Jain is proposed to be re-appointed as a Whole-time Director designated as CFO & Executive Director
No. of Board Meetings attended	05/05
No. of other Directorships held in other Public Companies.	-
Chairman / Membership of the Committees of the Boards of other Companies in which he is Director	Nil
No. of Shares held	Nil

Information pursuant to Schedule V of the Act

**General Information:**

Nature of Industry: Non-Banking Financing Company

Date of /expected date of commencement of commercial production: The Company was incorporated on 04.11.1988 and started business activity immediately

In case of new companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus: NA

Financial performance based on given indicators: FY 2020-21

Gross Revenue: 324.63 Lacs (Previous Year: 1289.26 Lacs)

Profit after Tax: 56.66 Lacs (Previous Year: 22.63 Lacs)

EPS: 0.90 (Previous Year: 0.36)

Foreign investments or collaborations, if any: No

#### Information about the Appointee:

Background details: Brief resume given above.

Past Remuneration: Given Above

Recognition and Awards: No

Job Profile and his suitability: He is the Whole Time Director designated as CFO & Executive Director of the Company and devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.

Remuneration proposed: As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Considering the industry in which the Company operates, the size of the business as well as the profile of Mr. Jain and the responsibilities shouldered by him, the remuneration proposed is commensurate with the remuneration packages paid to similar senior level appointees in other companies in the industry.

Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel or other directors, if any: No

#### Other information

Reasons for inadequate profits in earlier years	There is profit, but as an abundant caution for payment of minimum remuneration to the Whole Time Director in case of no profit or inadequate profit in any particular year, the information is provided to the Shareholders.
Steps taken by the Company to improve performance	
Expected increase in productivity and profits in measurable terms	

#### Item No. 4

Mr. Sahib Singh Gusain was earlier appointed by the Board as whole time director from 13.08.2018. The Members also approved his appointment by passing resolution at the AGM held on 29.09.2018. Then board further designated him as MD of the Company which was also approved by the company at the AGM held on 30.09.2019.

Based on the recommendation made by the Nomination and Remuneration Committee (NRC), the Board at its meeting held on 11th August 2021, passed a resolution for re-appointment of Mr. Sahib Singh Gusain as Whole Time Director designated as Managing Director of the Company for a period of 3 years commencing from 13th August 2021 to 12th August 2024, subject to approval of the Members.

Approval of Members is sought for re-appointment of Mr. Sahib Singh Gusain as Whole Time Director designated as Managing Director and for payment of remuneration including minimum remuneration in terms of applicable provisions of the Companies Act, 2013 ("the Act")

None of the Directors/Key Managerial Personnel of the Company and/or their relatives are interested in the resolution set out under item no. 4 of the accompanying Notice of 32nd Annual General Meeting of the Company.

A copy of the Memorandum setting out the terms of appointment of Mr. Sahib Singh Gusain under Section 190 of the Act is available on the website of the Company for inspection. i.e. [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in).

Mr. Sahib Singh Gusain satisfies all the applicable conditions of the companies act, 2013 & he is not disqualified from being appointed as director in terms of Section 164 of the Act. Mr. Sahib Singh Gusain is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Broad particulars of the terms are as under:

Nature of Duties: The appointee shall devote his whole time and attention to the business activities of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company.

Remuneration: The appointee shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

a) Salary: Rs. 8,40,000 (Rs. Eight Lac Forty Thousand only) per annum with annual increments effective 1 April every year (starting April 2022) as may be decided by the Board, based on the recommendation of Nomination & Remuneration Committee, but subject to the maximum remuneration prescribed under Para A, Section II, Part II of Schedule V of the Companies Act, 2013.

b) Benefits, Perquisites, Allowances: None

c) Commission / Incentive: None

In addition to the above, Mr. Sahib Singh Gusain, will be entitled for all other statutory employee benefits with respect to Provident Fund, Gratuity, medical insurance, leave rules as per Company's policy and rules.

Details of the Director seeking appointment / re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Name of Director	Mr. Sahib Singh Gusain
Age	48 Years
Date of first appointment on the Board	13.08.2018
DIN	00649786
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No inter-se relationship
Qualifications	Under Graduate
Last drawn Remuneration	Rs. 8.4 Lac
Remuneration Proposed to be paid	As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto.
Brief Resume and Expertise in specific Functional areas	He has more than 15 years of experience in the field of trading, decision making, tax, accounting, financing, investments, and legal. He is expert in understanding and delivering business concepts in flashy and never forgettable manner. He has adopted the good planning methods and executing aggressive strategies to achieve business goals.
Terms and Conditions of Appointment / Re-appointment	As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Sahib Singh Gusain is proposed to be re-appointed as a Whole-time Director designated as Managing Director
No. of Board Meetings attended	05/05
No. of other Directorships held in other Public Companies..	-
Chairman / Membership of the Committees of the Boards of other Companies in which he is Director	Nil
No. of Shares held	Nil

Information pursuant to Schedule V of the Act

**General Information:**

Nature of Industry: Non-Banking Financing Company

Date of /expected date of commencement of commercial production: The Company was incorporated on 04.11.1988 and started business activity immediately

In case of new companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus: NA

Financial performance based on given indicators: FY 2020-21

Gross Revenue: 324.63 Lacs (Previous Year: 1289.26 Lacs)

Profit after Tax: 56.66 Lacs (Previous Year: 22.63 Lacs)

EPS: 0.90 (Previous Year: 0.36)

Foreign investments or collaborations, if any: No

**Information about the Appointee:**

Background details: Brief resume given above.

Past Remuneration: Given Above

Recognition and Awards: No

Job Profile and his suitability: He is the Whole Time Director designated as Managing Director of the Company and devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.

Remuneration proposed: As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Considering the industry in which the Company operates, the size of the business as well as the profile of Mr. Gusain and the responsibilities shouldered by him, the remuneration proposed is commensurate with the remuneration packages paid to similar senior level appointees in other companies in the industry.

Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel or other directors, if any: No

**Other information**

Reasons for inadequate profits in earlier years	There is profit, but as an abundant caution for payment of minimum remuneration to the Whole Time Director in case of no profit or inadequate profit in any particular year, the information is provided to the Shareholders.
Steps taken by the Company to improve performance	
Expected increase in productivity and profits in measurable terms	

**Item No. 5**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Rajendra Prasad Chauhan aged 48 as an Additional, Independent Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 11th August, 2021. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mr. Rajendra Prasad Chauhan will hold office up to the date of this Annual General Meeting and is eligible to be appointed as an Independent Director of the Company. Mr. Rajendra Prasad Chauhan is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority and has given his consent to act as a Independent Director.

Based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, it is proposed to appoint Mr. Rajendra Prasad Chauhan as an Independent Director for a term of 5 (five) consecutive years w.e.f. 11.08.2021. The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Independent Director of the Company, if so appointed by the members. In the opinion of the Board, Mr. Rajendra Prasad Chauhan fulfills the conditions for appointment as an Independent Director specified in the Companies Act, 2013, rules made thereunder and Listing Regulations. Mr. Rajendra Prasad Chauhan is independent to the management. His brief profile is given below:

Particulars	Details
Name of Director	Mr. Rajendra Prasad Chauhan
Age	48 Years
Date of first appointment on the Board	11.08.2021
DIN	01444662
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No inter-se relationship
Qualifications	He is a commerce graduate and a Chartered Accountant from the Institute of Chartered Accountants of India. He is also a Qualified Cost Accountant from the Institute of Cost and Works Accountants of India.
Last drawn Remuneration	-
Remuneration Proposed to be paid	-
Brief Resume and Expertise in specific Functional areas	He having a vast and rich experience & knowledge in Financial Accounting & Reporting, Project Financing, Audit Management (Stat/ Internal/Taxation), Statutory Compliances, Direct & Indirect Taxation matters, Transfer Pricing etc.
Terms and Conditions of	Terms and Conditions of appointment are mentioned in letter of appointment.

Appointment / Re-appointment	
No. of Board Meetings attended	0/0
No. of other Directorships held in other Public Companies.	Lords Chloro Alkali Ltd-Independent Director
Chairman / Membership of the Committees of the Boards of other Companies in which he is Director	Lords Chloro Alkali Ltd Audit Committee, Member
No. of Shares held	-

A copy of the letter of appointment issued to Mr. Rajendra Prasad Chauhan would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day/available on the website of the Company for inspection. i.e. [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in). Except Mr. Rajendra Prasad Chauhan, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are interested in this Resolution.

The resolution (item 5) seeks the approval of members for appointment of Mr. Rajendra Prasad Chauhan as an Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and rules made thereunder and Listing Regulations to hold office for a term of five consecutive years from 11th August, 2021 to 10<sup>th</sup> August, 2026.

Date: 11.08.2021  
Place: Delhi

By Order of the Board of Directors  
For Purshottam Investofin Limited  
Sd/-

Ankit Gupta  
Company Secretary  
Memb. No.: ACS 55201