

**NOTICE**

Notice is hereby given that the 30th Annual General Meeting of the Members of Purshottam Investofin Limited will be held on Monday, 30th day of September, 2019 at 10:00 A.M. at No. 33B, Radhey Mohan Drive, Village Fatehpur Beri, Delhi-110074 to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint Mr. Pramod Kumar Jain (DIN: 00112968), as Director who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

3. CHANGE IN DESIGNATION OF MR. SAHIB SINGH GUSAIN (DIN: 00649786) FROM "WHOLE TIME DIRECTOR" TO "MANAGING DIRECTOR" OF COMPANY:

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 Sections 196, 197, 203 and other applicable provisions – if any, of the Companies Act, 2013 ('the Act'), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Schedule V to the Act, consent of the Company be and is hereby accorded for the change in designation of Mr. Sahib Singh Gusain (DIN: 00649786) from "Whole time Director" to "Managing Director" of the Company, liable to retire by rotation, for the remaining period of his tenure i.e. up to August 12, 2023, upon the principal terms and conditions set out in the explanatory statement annexed hereto including the remuneration to be paid in the event of inadequacy of profits in any financial year, with liberty to the Board of Directors of the Company to increase, alter and vary, without further reference to the Members, the terms and conditions of the said appointment including the remuneration, in such manner, as may be agreed to between the Board of Directors and Mr. Sahib Singh Gusain.

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."

4. REGULARIZATION OF MR. NITIN KUMAR PATNI (DIN: 08305842) 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. NITIN KUMAR PATNI (DIN 08305842), 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 17.12.2018 for five years, not liable to retire by rotation, be and is hereby approved.

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."

5. REGULARIZATION OF MR. RAJ KUMAR KEDIA (DIN: 08393960) 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. RAJ KUMAR KEDIA (DIN 08393960), 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 23.03.2019 for five years, not liable to retire by rotation, be and is hereby approved.

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.”

#### 6. Increase in The Borrowing Limits

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in supersession of all the earlier resolutions passed in this regard, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors and/or any Committee of Directors thereof, to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or any body corporate/ entity/entities and/or authority/authorities, any other securities or instruments, such as syndicated loans, debentures, bonds, commercial papers, short term loans or any other instruments etc. and/or through credit from official agencies and/or by way of commercial borrowings from the private sector window of multilateral financial institution, as may be deemed appropriate by the Board for an aggregate amount not exceeding Rs. 100.00 Crores (Rupees Hundred Crores only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company, its free reserves and Security Premium Account.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

Date: 13.08.2019

Place: Delhi

By Order of the Board of Directors

For Purshottam Investofin Limited

Ankit Gupta

Company Secretary

Memb. No.: ACS 55201

Regd. Office: L-7, Menz. Floor,  
Green Park Extension, Delhi-110016  
CIN: L65910DL1988PLC033799  
Email: [purshottaminvestofin@gmail.com](mailto:purshottaminvestofin@gmail.com)  
Tel: 011-46067801/02

#### Notes:

#### 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company’s Registered Office, duly completed and signed, not less than 48 Hours before the commencement of the AGM. Proxies submitted on behalf of companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 3 to 6 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), of the person seeking re-appointment as Director under Item No. 2 of the Notice, are also annexed.

3. The Corporate Members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company, a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.

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.

4. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No. Duplicate attendance slip or copy of the Annual Report will not be made available at the AGM Venue.

5. As required by Regulation 36 of the SEBI (LODR) Regulations, 2015 (Listing Regulations) and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Director retiring by rotation and seeking re-appointment at the ensuing AGM are given in the Annexure to the Notice of the AGM.

6. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Registered Office of the Company on all working days (except Saturday, Sunday & Public Holidays) between 10:00 a.m. to 12:00 noon up to the date of this AGM.

7. 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 the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the RTA of the Company/ Company.

8. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

9. The Register of Members & Share Transfer Books of the Company will be closed from Tuesday, September 24, 2019 to Monday, September 30, 2019 (both days inclusive).

10. A route map showing the direction to reach the venue of the Annual General Meeting is enclosed in this Report.

11. Members holding the shares in physical mode are requested to notify immediately for change of their address and bank particulars to the R&T Agent of the Company.

In case the shares are held in dematerialized form, then information should be furnished directly to their respective Depository Participant (DP) only.

12. Members are requested to send all their documents and communications pertaining to shares to the Registrar & Transfer (R & T) Agent of the Company – Mas Services Limited at their address T-34, IIND Floor, Okhla Industrial Area, Phase-II, New Delhi-110020, Tel No. 011-26387281-83, for both physical and demat segments of Equity Shares.

Please quote on all such correspondence – "Unit – Purshottam Investofin Limited." For Shareholders queries – Tel. No. 011-26387281-83, Email ID info@masserv.com Website [www.masserv.com](http://www.masserv.com).

13. The voting period begins on Thursday, 26 September, 2019 at 09.00 a.m. and ends on Sunday, 29th September, 2019 at 5.00 p.m. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 23rd September, 2019 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

14. The procedure to login to e-voting website consists of two steps as detailed hereunder:-

Step 1 : Log-in to NSDL e—voting system

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 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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<br>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<br>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<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) 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.
- c) How to retrieve your 'initial password'?
  - (i) 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'.
  - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) 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).
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) 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.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of "**Purshottam Investofin Limited**".
4. Now you are ready for e-Voting as the Voting page opens.

5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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 cskundanagrawal@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.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### COMMENCEMENT OF REMOTE E-VOTING PERIOD:

1. The e-voting period commences on Thursday, 26<sup>th</sup> September, 2019 (09.00 a.m.) and ends on Sunday, 29<sup>th</sup> September, 2019 (5.00 p.m.). During this period, Shareholders of the Company holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is casted by the Shareholder, the Shareholder shall not be allowed to change it subsequently.

The scrutinizer shall, on conclusion of the e-voting, unblock the votes in the presence of atleast two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and forward to the Chairman of the Company.

The Results shall be declared on or after the Annual General Meeting of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in) and the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchange.

2. The voting rights of Shareholders shall be in proportion to their shares of the paid up Equity Share Capital of the Company.
3. Shri Kundan Agrawal, Practicing Company Secretary (Membership No. FCS: 7631; CP No: 8325) has been appointed as the Scrutinizer to scrutinize the e-voting process.
4. Facility for voting through polling paper shall also be made available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right at the meeting.
5. Members who have casted their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
6. Voting rights be reckoned on the paid up value of shares registered in the name of the member /beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Monday, 23<sup>rd</sup> September, 2019.

#### 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]

##### Item No.: 2

|                                  |                       |
|----------------------------------|-----------------------|
| Name of Director                 | Mr. Pramod Kumar Jain |
| Date of Birth                    | 06.01.1965            |
| Date of appointment on the Board | 13.08.2018            |
| DIN                              | 00112968              |
| Nationality                      | Indian                |
| Qualifications                   | Graduate              |

|  |   |
|--|---|
| Brief Resume and Expertise in specific Functional areas  | He has more than 20 years of experience in the field of Financial, Trading, Investment, and Consultancy Services. He has handled diversified business and having good experience in various segments.   |
| Terms and Conditions of Appointment / Re-appointment   | As per the Resolution at Item No. 2 of the 30th Annual General Meeting  |
| Details of remuneration sought to be paid  | 18 Lac P.A.   |
| No. of Board Meetings attended   | All Board meeting attended during the year w.e.f. 13.08.2018  |
| List of Directorships held in other Companies.   | PRANIDHI VENTURES PRIVATE LIMITED<br>BEATLE TRADING PRIVATE LIMITED<br>OLAY MARKETING PRIVATE LIMITED<br>TARUN TIE-UP PRIVATE LIMITED<br>PRANIDHI COMMERCE PRIVATE LIMITED<br>MARUBHUMI DEALER PVT LTD<br>KALYANI BARTER PVT LTD<br>YUTHIKA COMMERCIAL PRIVATE LIMITED<br>PLUS CORPORATE VENTURES PRIVATE LIMITED |
| Chairman / Membership of the Committees of the Boards of other Companies in which he is Director | 1   |
| No. of Shares held   | Nil   |
| Relationship with any Director of the Company  | No  |

#### EXPLANATORY STATEMENT

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 ("Act"):

##### Item No.: 3

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at the meeting held on 17<sup>th</sup> December 2018, has changed the designation of Mr. Sahib Singh Gusain (DIN: 00649786) from "Whole time Director" to "Managing Director" of the Company, liable to retire by rotation, for the remaining period of his tenure i.e. up to August 12, 2023, subject to the approval by the members of the Company on the terms and conditions of appointment as indicated below:

| Particulars  | Details   |
|--|---|
| Name of Director   | Sahib Singh Gusain  |
| Date of Birth  | October 14, 1972  |
| Expertise in Specific functional area  | He has more than 15 years of experience in the field of trading, accounting, financing, investments. 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. |
| Relationship between Director inter-se   | No  |
| No. of equity shares held in the Company   | NIL   |
| List of other Companies in which directorship are held (excluding Foreign Companies & Section 8 Companies)   | Plus Corporate Ventures Pvt Ltd<br>Kalyani Barter Pvt Ltd<br>Pranidhi Commerce Pvt Ltd<br>Pranidhi Ventures Pvt Ltd<br>Olay Marketing Pvt Ltd<br>Tarun Tie-up Pvt Ltd<br>Marubhumi Dealer Pvt Ltd<br>Beatle Trading Pvt Ltd<br>Yuthika Commercial Pvt Ltd   |
| List of all committees of Board of Directors (across all companies) in which Chairmanship/ membership is held (includes only Audit committee and Shareholders/ Investor Grievance committee) | 02  |
| Nature of Duties   | The appointee shall devote his whole time and attention to the business 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 and the business of any one or more of its Associated Companies and/or Subsidiaries, including performing duties as assigned by the Board from time to time by serving on the Boards of such Associated Companies/ Subsidiaries or any other Executive body or a Committee of such a Company. |
| Remuneration | Rs. 8.4 Lac P.A.  |

**Item No.: 4**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Nitin Kumar Patni aged 36 as an Additional Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 17<sup>th</sup> December, 2018. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mr. Nitin Kumar Patni 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. Nitin Kumar Patni is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 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. Nitin Kumar Patni as an Independent Director for a term of 5 (five) consecutive years w.e.f. 17.12.2018. 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. His brief profile is given below.

| Particulars  | Details  |
|--|--|
| Qualification  | Graduate   |
| Date of Birth  | 26.08.1982   |
| Expertise in Specific functional area  | Qualification:<br>Experience: Over 10 years<br>Specialization: Finance<br>Accounting<br>Business Development |
| Relationship between Director inter-se   | No   |
| No. of equity shares held in the Company   | NIL  |
| List of other Companies in which directorship are held (excluding Foreign Companies & Section 8 Companies)   | -  |
| List of all committees of Board of Directors (across all companies) in which Chairmanship/ membership is held (includes only Audit committee and Shareholders/ Investor Grievance committee) | 02   |

**Item No. 5**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Raj Kumar Kedia aged 54 as an Additional Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 23<sup>rd</sup> March, 2019. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mr. Raj Kumar Kedia 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. Raj Kumar Kedia is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 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. Raj Kumar Kedia as an Independent Director for a term of 5 (five) consecutive years w.e.f. 23.03.2019. 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. His brief profile is given below:

| Particulars  | Details   |
|--|---|
| Qualification  | Graduate  |
| Date of Birth  | 15.01.1965  |
| Expertise in Specific functional area  | Qualification:<br>Experience: Over 10 years<br>Specialization:<br>Finance<br>Accounting<br>Business Development |
| Relationship between Director inter-se   | No  |
| No. of equity shares held in the Company   | NIL   |
| List of other Companies in which directorship are held (excluding Foreign Companies & Section 8 Companies)   | -   |
| List of all committees of Board of Directors (across all companies) in which Chairmanship/ membership is held (includes only Audit committee and Shareholders/ Investor Grievance committee) | -   |

#### Item No.6

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital, its free reserves and security premium account of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs. 100.00 Crores (Rupees Hundred Crores only). Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company, its free reserves and security premium account at any one time except with the consent of the members of the Company in a general meeting.

The Directors recommend the Resolution at Item No.6 of the Notice for your approval.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the passing of the Resolution.

Date: 13.08.2019

Place: Delhi

By Order of the Board of Directors

For Purshottam Investofin Limited

Ankit Gupta

Company Secretary

Memb No.: ACS 55201

Regd. Office: L-7, Menz. Floor,  
Green Park Extension, Delhi-110016  
CIN: L65910DL1988PLC033799  
Email: [purshottaminvestofin@gmail.com](mailto:purshottaminvestofin@gmail.com)  
Tel: 011-46067801/02



**ATTENDANCE SLIP**

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

|                                |                    |
|--------------------------------|--------------------|
| Name and Address of the Member | Folio No.          |
|                                | Client ID No.      |
|                                | DP ID No.          |
|                                | No. of Shares Held |

I hereby record my Presence at the 30<sup>th</sup> Annual General Meeting of the Company on Monday, the 30<sup>th</sup> Day of September, 2019 at 10:00 A.M. at No.-33B, Radhey Mohan Drive, Village Fatehpur Beri, Delhi-110074

|                              |                        |
|------------------------------|------------------------|
| Signature of the Shareholder | Signature of the Proxy |
|                              |                        |

**Note:**

1. A member/proxy/authorized representative wishing to attend the Meeting must complete this Admission Slip before coming to Meeting and hand it over at the entrance.
2. If you intend to appoint a proxy, please complete, stamp, sign and deposit the Proxy Form at the Company's Registered Office at least 48 hours before the Meeting.

## 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]

|                      |  |
|----------------------|--|
| CIN:                 | L65910DL1988PLC033799                                  |
| Name of the Company: | Purshottam Investofin Limited                          |
| Registered office:   | L-7, Menz. Floor, Green Park Extension<br>Delhi-110016 |

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

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

1. Name: .....

(In BLOCK Letter)

Address: .....

E-mail Id: ..... Signature: ..... or failing him

2. Name: .....

(In BLOCK Letter)

Address: .....

E-mail Id: ..... Signature: ..... or failing him

3. Name: .....

(In BLOCK Letter)

Address: .....

E-mail Id: ..... Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30<sup>th</sup> Annual General Meeting of the Company, to be held on the Monday, 30th September 2019 at 10.00 AM at No. 33B, Radhey Mohan Drive, Village Fatehpur Beri, Delhi-110074 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Particulars   |
|----------------|---|
| 1.             | To receive, consider and adopt the audited financial statements of the company for the financial year ended March 31, 2019, together with the reports of the board of directors and auditors thereon. |
| 2.             | To appoint Mr. Pramod Kumar Jain (DIN: 00112968), as director who retires by rotation and being eligible, offers himself for re-appointment.  |
| 3.             | To change in designation of Mr. Sahib Singh Gusain (DIN: 00649786) from "Whole Time Director" to "Managing Director" of Company.  |
| 4.             | To regularization of Mr. Nitin Kumar Patni (DIN: 08305842) as Independent Director of Company.  |
| 5.             | To regularization of Mr. Raj Kumar Kedia (DIN: 08393960) as Independent Director of company.  |
| 6.             | To increase in the Borrowing Limits not exceed Rs. 100 crore (rupees hundred crores only).  |

Signed this ..... day of.....2019

Signature of shareholder .....

Signature of Proxy holder(s) .....

|                              |
|------------------------------|
| Revenue<br>stamp of Re.<br>1 |
|------------------------------|

**Notes:**

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 Meeting.

**ROUTE MAP**

Venue of the 30<sup>th</sup> Annual General Meeting of Purshottam Investofin Limited to be held on Monday the 30<sup>th</sup> September, 2019 at 10.00 A.M.

Venue Address: No. 33B, Radhey Mohan Drive, Village Fatehpur Beri, Delhi-110074

Land Mark: Chattarpur Metro Station

