

# **GENESIS DEVELOPERS AND HOLDINGS LIMITED**

Regd. Off. : R-815, (B-11), New Rajinder Nagar, New Delhi - 110060  
E-mail : genesislimited1995@gmail.com, CIN : L67190DL1995PLC069768  
Web-site : www.genesisdevelopersholdings.com

## **NOTICE**

Notice is hereby given that the 24<sup>th</sup> Annual General Meeting of the Company will be held on **Friday, 20<sup>th</sup> Day of September, 2019** at 02.00 P.M. at the registered office of the company situated at R-815, New Rajinder Nagar, New Delhi-110060 to transact the following businesses:

### **ORDINARY BUSINESS:**

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

“**RESOLVED THAT** the Audited Balance Sheet as at 31<sup>st</sup> March, 2019 and Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2019, together with the Directors’ Report and Auditors’ Report thereon is presented in the meeting, be and the same are hereby, approved and adopted.”

2. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“**RESOLVED THAT** Mr. DEEPAK TYAGI (DIN: 02760361), Managing Director of the Company, retires by rotation and being eligible, offers himself for re-appointment.

3. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of sections 139 to 142 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, as may be applicable, M/s **MAK & Company, Chartered Accountants (FRN-028454N)**, be and are hereby appointed as Statutory Auditor of the company, in place of retiring Auditor M/s **Bhutani & Associates, Chartered Accountant (FRN -025906N)** to hold office from the conclusion of this Annual General Meeting until the conclusion of 29<sup>th</sup> Annual General Meeting (AGM) of the company to be held in the F.Y 2023-24, on such remuneration as may be fixed in this behalf by the Board of Directors of the Company.

### **SPECIAL BUSINESS:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. **Daya Shankar Mandal** (DIN: 06977830), a Non-Executive Independent Director of the Company, being eligible for re- appointment and in respect of whom the Nomination and Remuneration Committee of the Board has recommended his candidature for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of five consecutive years from 1<sup>st</sup> December, 2019 up to 30<sup>th</sup> November, 2024 and whose period of office shall not be liable to retire by rotation.



**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this Resolution.”

**By the order of Board of Director  
FOR GENESIS DEVELOPERS AND HOLDINGS LIMITED**



A handwritten signature in blue ink, appearing to read "Shikha".

**Shikha  
(Company Secretary)  
(M. No. A58710)**

**Place: New Delhi  
Date: 19.08.2019**



## NOTES:

- (i) The Explanatory statement pursuant to the provision of Section 102 of the Companies Act 2013 for material facts related to Special business is annexed herewith.
- (ii) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF, SUCH PROXY/ PROXIES NEED NOT BE MEMBER(S) OF THE COMPANY. IN ORDER TO BE EFFECTIVE, DULY COMPLETED AND SIGNED PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE SCHEDULED TIME OF ANNUAL GENERAL MEETING (AGM). BLANK PROXY FORM IS ATTACHED HEREWITH.  

Pursuant to the relevant provisions of the *Companies Act*, a person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. A proxy shall not have right to speak on any business item in the meeting.
- (iii) A member entitled to vote at the meeting of the Company or any resolution to be moved there at shall be entitled to inspect the proxies lodged at any time during the business hours of the Company from the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the said meeting, provided he has given to the Company a notice, in writing, of his intention to inspect not less than three days before the commencement of the said meeting.
- (iv) Corporate Members intending to send their respective authorized representative are requested to send a duly certified copy of the Board/ Governing Body resolution authorizing such representative to attend and vote at the Annual General Meeting.
- (v) 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.
- (vi) Pursuant to the provisions of Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Register Of Members and share transfer books of the company will remain closed from **14<sup>th</sup> September, 2019 to 20<sup>th</sup> September, 2019** (both days inclusive).
- (vii) 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 the PAN to their Depository Participants with whom they are maintaining their Demat Accounts.
- (viii) To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members who are holding shares in physical forms are requested to notify changes in their respective address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to Company's Registrar i.e. Bigshare Services Pvt. Ltd. , 302, Kushal Bazar, 32-33, Nehru Place New, Delhi-110019. Beneficial owners holding shares in electronic form are requested to intimate change in address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to their respective Depository Participants (DP). Members are requested to register/ update their e-mail addresses with the Registrar in case of shares held in physical form and with their respective Depository Participants in case shares are held in electronic form.



- (ix) Electronic copy of the Annual Report for the financial year 2018-19 along with the Notice of the 24<sup>th</sup> Annual General Meeting of the Company (including Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Registrar/Depository Participants(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for the financial year 2018-19 along with Notice of the 24<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by other permissible modes.
- (x) Members may also note that the Notice of the 24<sup>th</sup> Annual General Meeting and the Annual Report for the financial year 2018-19 will also be available on the Company's website [www.genesisdevelopersholdings.com](http://www.genesisdevelopersholdings.com) for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on all working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by any permissible mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [genesislimited1995@gmail.com](mailto:genesislimited1995@gmail.com)
- (xi) Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in Demat form may contact their respective Depository Participant for availing this facility.
- (xii) All documents referred to in the Notice are open for inspection at the registered office of the Company during normal business hours on all working days.
- (xiii) The Register of Director and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which directors are interested under section 189 will be made available for inspection by members of the Company at the Meeting.
- (xiv) As Amended by SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 dated June 08, 2018 members holding shares in physical form are mandatorily required to dematerialize their holding in order to eliminate all risks associated with physical shares. Members can contact the Company's Registrar and the share Transfer Agent at the address mentioned above.



## VOTING THROUGH ELECTRONICS MEANS

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and as per SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on E -Voting system.

The Notice of the 24<sup>th</sup> Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or [www.genesisdevelopersholdings.com](http://www.genesisdevelopersholdings.com).

**The e-voting period commences on 17<sup>th</sup> September, 2019 (9:00 am) and ends on 19<sup>th</sup> September, 2019 (5:00 pm).** During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of 13<sup>th</sup> September, 2019. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 13<sup>th</sup> September, 2019, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [www.genesisdevelopersholdings.com](http://www.genesisdevelopersholdings.com)

The facility for voting through Polling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.



**The procedure to login to E-Voting website is given below:**

**1. 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: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step1 is mentioned below:**

**How to Log-into 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 '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 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. 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 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.
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 Genesis Developers and Holdings Limited to cast your vote online from **17<sup>th</sup> September, 2019 to (09:00 A.M.) to 19<sup>th</sup> September, 2019 (05:00 P.M.)**
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.

#### **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 [pcsbhk@gmail.com](mailto:pcsbhk@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) reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990
4. The remote e-voting period commenced on **17<sup>th</sup> September, 2019 at 9.00 A.M.** and ends on **19<sup>th</sup> September, 2019 at 5.00 P.M.** The Voting rights of Members shall be in proportion to their shares of the Paid up equity share capital of the Company as on cutoff date **13<sup>th</sup> September, 2019.**

#### **Please note the following:**

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the 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.



## EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 4

Section 149(10) of the Companies Act, 2013 provides that an Independent Director shall hold office for a term of up to 5 (Five) consecutive years on the Board and shall be eligible for re-appointment for Second Term of 5 (Five) consecutive years on passing a Special Resolution by the Company and disclosure of such appointment in its Boards' Report. Section 149 (11) provides that an Independent Director may hold office for upto 2 (Two) consecutive terms.

Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, **Mr. Daya Shankar Mandal** (DIN: 06977830) was appointed as an Independent Directors on the Board of the Company for a period of 5 (Five) consecutive years.

On the recommendation of the Nomination and Remuneration of Committee, based upon the performance evaluation of Independent Directors and the Board considers that, given their backgrounds, rich experiences of diversified sectors and contributions made by him during their tenure, the continued association of Mr. Daya Shankar Mandal would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors.

Accordingly, the Board has recommended re-appointment of Mr. Daya Shankar Mandal as an Independent Directors of the Company, not liable to retire by rotation, with effective from **1<sup>st</sup> December, 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.

Mr. Daya Shankar Mandal is interested in the resolution(s) set out respectively at Item No. 4 of the Notice with regard to their respective re-appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in above resolution. The Board recommends the Resolution set out at Item Nos. 4 of the Notice for approval by the Members by way of Special Resolution.



## DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT

**(In Pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of Director	Deepak Tyagi
Nationality	Indian
Date of Appointment	23/05/2014
Qualifications	B.S.C from the Meerut University
Expertise in the Functional Areas	Finance Sector
Director of other Companies (excluding foreign Companies)	Avail Holding Limited
Membership / Chairmanship of Committees of the Board of other listed Companies	<b><u>Avail Holding limited</u></b>  Audit Committee: Member Risk Management Committee: Member Stakeholder Relationship Committee: Member Nomination and remuneration committee: Member
Relationship with Director Inter se	No



Name of Director	Daya Shankar Mandal
Nationality	Indian
Date of Appointment	01/12/2014
Qualifications	Graduate
Expertise in the Functional Areas	Having knowledge of finance and taxation
Director of other Companies (excluding foreign Companies)	<b>Hilridge Investments Limited, DHSL Textiles (India) Limited, Avail Holding Limited</b>
Membership / Chairmanship of Committees of the Board of other listed Companies	<p align="center"><b><u>DHSL Textiles (India) Limited</u></b></p> <p align="center">Audit Committee: Member Nomination &amp; Remuneration Committee: Member Risk Management Committee: Member Stakeholder Relationship Committee: Member</p> <p align="center"><b><u>Hilridge Investments Limited</u></b></p> <p align="center">Audit Committee: Member Nomination &amp; Remuneration Committee: Member Risk Management Committee: Member Stakeholder Relationship Committee: Member</p> <p align="center"><b><u>Avail Holding Limited</u></b></p> <p align="center">Audit Committee: Member Nomination &amp; Remuneration Committee :Member Risk Management Committee: Member Stakeholder Relationship Committee: Member</p>
Relationship with Director Inter se	NO

**By the order of Board of Director  
FOR GENESIS DEVELOPERS AND HOLDINGS LIMITED**

Date: 19.08.2019  
Place: New Delhi



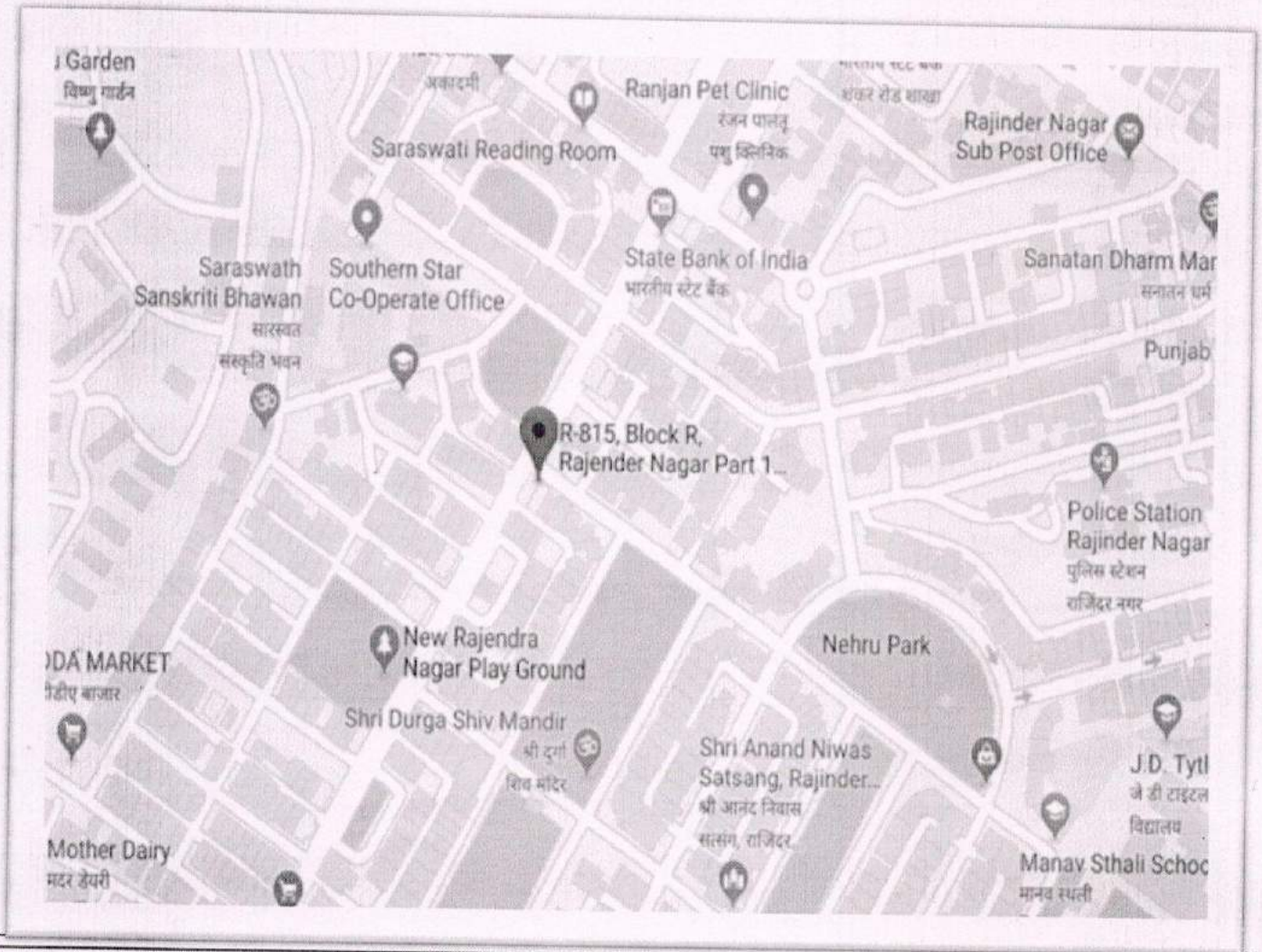
*Shikha*  
Shikha

(Company secretary)

M. No: A58710



# ROUTE MAP





Tel. : +91-11-287423577  
Mob. : +91-9891095232

# **GENESIS DEVELOPERS AND HOLDINGS LIMITED**

Regd. Off. : R-815, (B-11), New Rajinder Nagar, New Delhi - 110060  
E-mail : genesislimited1995@gmail.com, CIN : L67190DL1995PLC069768  
Web-site : www.genesisdevelopersholdings.com

## **ATTENDANCE SLIP**

Please complete this Attendance Slip and hand it over at the Entrance of the venue of meeting. 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 24th Annual General Meeting of the Company being held on Friday, 20th September, 2019 at 2:00 P.M at the Registered Office of the company situated at R-815 NEW RAJINDER NAGAR NEW DELHI-110060 and at any adjournment thereof.

Signature of the Shareholder      Signature of the Proxy

**Note:**

1. The copy of Annual Report may please be brought to the Meeting Hall.
2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
3. Please note that no gifts will be distributed at the meeting.
4. Shareholder(s) present in person or through registered proxy shall only be entertained.



# GENESIS DEVELOPERS AND HOLDINGS LIMITED

Regd. Off. : R-815, (B-11), New Rajinder Nagar, New Delhi - 110060  
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Web-site : www.genesisdevelopersholdings.com

## 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: L67190DL1995PLC069768

NAME OF THE COMPANY: GENESIS DEVELOPERS AND HOLDINGS LIMITED

Registered office: R-815, New Rajinder Nagar, New Delhi-110060

Name of the Member(s)

Registered Address:

E-mail ID:

Folio No./Client ID:

DP ID

I/We, being the member (s) of ..... shares of Genesis Developers and Holdings Limited, hereby appoint

1. Name : .....  
Address : .....  
E-mail Id : .....  
Signature : ..... , or failing him
2. Name : .....  
Address : .....  
E-mail Id : .....  
Signature : ..... , or failing him
3. Name : .....  
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 24<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, the 20<sup>th</sup> day of September, 2019 at 02.00 P.M. at the Registered office of the company situated at R-815, New Rajinder Nagar, New Delhi-110060 and at any adjournment thereof in respect of such resolutions as are indicated below/overleaf:

Resolutions	for	Against
1. Consider and Adoption of Financial Statements for the year ended March 31, 2019 along with Auditor's and Director's Report thereon		
2. Re-appointment of Mr. Deepak Tyagi (DIN:02760361) liable to retire by rotation, as a Director of the Company		
3. Appointment of M/s MAK & Company, Chartered Accountants (FRN - 028454N), be and are hereby appointed as statutory auditors of the company, in place of retiring auditor M/s Bhutani & Associates, Chartered Accountant (FRN -025906N)		
4. Re-appointment of Mr. Daya Shankar Mandal (DIN: 06977830) a Non-Executive Independent Director of the Company for a second term of five consecutive years from 1 <sup>st</sup> December, 2019 up to 30 <sup>th</sup> November, 2024.		



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

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

**Note:** 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.