

ZUARI FINSERV LIMITED

(Formerly known as ZUARI FINSERV PRIVATE LIMITED)

CIN: U45400GA2013PLC007383

Registered office: Jai kisaan Bhawan, Zuarinagar, South Goa, Goa – 403726 IN

Corporate Office: Plot No. 02, Zamrudpur Community Centre, Kailash Colony Extension, New Delhi- 110048

NOTICE

NOTICE is hereby given that the Fifth Annual General Meeting of the Members of Zuari Finserv Limited will be held at 09:30 A.M. on Thursday, 26th day of September, 2019 at the Registered Office of the Company at Jai Kisaan Bhawan, Zuarinagar, Goa – 403726, India 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 31st March, 2019 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Alok Banerjee (DIN: 01371033), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES

3. To exempt the Auditors of the Company to attend the Annual General Meetings

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

“RESOLVED THAT pursuant to the provisions of section 146 of the Companies Act, 2013 and other applicable provisions, if any, consent of members of the Company be and is hereby accorded to the Board of Directors to consider giving exemption to the Auditors of the Company to attend the General Meetings.”

By order of the Board of Directors

Sd/-

(Girish Kumar Sharma)

Company Secretary

M. No- A36915

Place: New Delhi

Date: August 09, 2019

NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

The explanatory statement pursuant to section 102(1) of the Companies Act, 2013 relating to the items of the special business is given below and forms part of the notice.

EXPLANATORY STATEMENT TO SPECIAL BUSINESS

The following Explanatory Statement sets out, as required under Section 102(1) of the Companies Act, 2013, the material facts relating to Special Business item in the accompanying Notice:

ITEM No. 03

As per Section 146 of the Companies Act, 2013, consent of the members is required for exempting the Auditors of the Company to attend General Meetings.

The Board recommends this resolution for the approval of the members as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

By order of the Board of Directors

Sd/-

(Girish Kumar Sharma)

Company Secretary

M. No- A36915

Place: New Delhi

Date: August 09, 2019

PROXY FORM
(Form MGT – 11)

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

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

I/We being the member(s) of shares of the Company hereby appoint:

(1) Name:
Address:
E-mail ID:
Signature: or failing him;

(2) Name:
Address:
E-mail ID:
Signature:

as my/our proxy in my/our absence to attend and vote for me/us, and on my/our behalf, at **5th Annual General Meeting** of the Zuari Finserv Limited, to be held on Thursday, 26th day September, 2019 at 09:30 A.M. at Jai Kisaan Bhawan, Zuarinagar, Goa – 403726, India and at any adjournment thereof in respect of such resolution as indicated below:

SI. No.	Resolution
1.	To receive, consider and adopt the audited financial statements (standalone) of the Company for the financial year ended 31 st March, 2019 and the reports of the Board of Directors and Auditors thereon
2.	To appoint a Director in place of Mr. Alok Banerjee (DIN: 01371033), who retires by rotation and being eligible, offers himself for re-appointment
3.	Exemption to Auditors to attend General Meetings

Signed this day of2019

.....
Signature of Member

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

Affix Revenue

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.

ATTENDANCE SLIP

Fifth Annual General Meeting of members of the Zuari Finserv Limited, Thursday, 26th day of September, 2019 at the Registered Office of the Company at Jai Kisaan Bhawan, Zuarinagar, Goa – 403726, India

Name of the Member	
Address	
Registered Folio/ DP ID – Client ID	
No. of Shares held	

I hereby record my presence at the meeting of the 5th Annual General Meeting of the Company, held on the 26th day of September, 2019, at the Registered Office of the Company at Jai Kisaan Bhawan, Zuarinagar, Goa – 403726, India.

Signature of Member/ Proxy/ Authorised Representative

NOTE:

Members attending the meeting in person or by Proxy are requested to complete the Attendance Slip and hand it over at the entrance of the meeting venue.