

## INDSEC SECURITIES AND FINANCE LIMITED

**Registered Office:** 301/302, "215 Atrium", A Wing, Andheri Kurla Road, Chakala, Andheri (East), Mumbai – 400 093

**Email id:** co@indsec.co.in **Tel. No.:** 022 6114 6100 **Website:** www.indsec.co.in

**CIN:** U67120MH1993PLC073185



### NOTICE OF 29<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **Twenty Ninth Annual General Meeting** ("AGM") of the Members of **Indsec Securities and Finance Limited ("the Company")** will be held at a shorter notice on **Monday, May 09, 2022, at 4.00 p.m. IST** at the Registered Office of the Company at 301/302, "215 Atrium", A Wing, Andheri Kurla Road, Chakala, Andheri (East), Mumbai – 400 093, India, to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Maya Gandhi (DIN: 00265471), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint Statutory Auditors and to fix their remuneration:

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

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. N K R & Co., Chartered Accountants (Firm Registration No. 127820W), who were appointed as Statutory Auditors of the company at twenty-fourth Annual General Meeting to hold office up to the conclusion of twenty-ninth Annual General Meeting and have given consent for re-appointment and confirmed their eligibility to be appointed as Auditors in terms of the provisions of Section 141 of the Act and the relevant Rules, be and are hereby re-appointed as the Statutory Auditors of the company to hold the office for the term of five years from the conclusion of this Annual General Meeting till the conclusion of the thirty-fourth Annual General Meeting of the company at such remuneration as may be mutually agreed between the Board of Directors of the company and the said Auditors.



**RESOLVED FURTHER THAT** the Board of Directors of the company (including a Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

**By order of the Board of Directors  
For Indsec Securities and Finance Limited**

**Siddheshwar Thorat  
Company Secretary  
(Mem No.: A57378)**

Place: Mumbai

Date: May 05, 2022

Registered Office:

301/302, “215 Atrium”, A Wing,

Andheri Kurla Road, Chakala,

Andheri (East), Mumbai – 400 09



**NOTES:**

1. A member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote instead of himself and a proxy need not be a member.
2. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting.
3. Corporate Members are requested to provide a copy of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act.
4. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
5. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.
6. The Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013 and all documents referred to in the Notice are open for inspection without any fee at the Registered Office of the company on all working days during the business hours of the company upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting. Members seeking to inspect such documents can send an email to [sthorat@indsec.co.in](mailto:sthorat@indsec.co.in)
7. Electronic copy of the Annual Report is being sent to all the Members whose email IDs are registered with the company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same.
8. Route-map to the venue of the Meeting is provided at the end of the Notice.



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 and SECRETARIAL STANDARD 2 ON GENERAL MEETINGS:**

The following statement sets out the material facts relating to **Item no. 2 of the Ordinary Business** mentioned in the accompanying Notice:

The company has two directors liable to retire by rotation pursuant to the provisions of Section 152(6) of the Companies Act, 2013. Out of these two directors Mrs. Maya Gandhi (DIN: 00265471) shall retire by rotation at this Annual General Meeting and being eligible has offered her-self for reappointment. Mr. Jayechund Jingree (DIN: 00265671), the other director liable to retire by rotation, has expressed his desire to resign as a director of the company at the meeting of the Board held on May 02, 2022, to be effective from the date on which necessary regulatory approvals are received for his resignation. The Board has accepted his request for resignation and the process of obtaining required regulatory approvals from stock exchanges is underway. Accordingly, post the resignation of Mr. Jingree becomes effective, Mrs. Maya Gandhi shall be the only director liable to retire by rotation at every Annual General Meeting. Immediate reappointment of Mrs. Maya Gandhi as a Director on retirement by rotation, shall be deemed to be continuation of her appointment in the office of Whole-time director.

**By order of the Board of Directors  
For Indsec Securities and Finance Limited**

**Siddheshwar Thorat  
Company Secretary  
(Mem No.: A57378)**

Place: Mumbai

Date: May 05, 2022

Registered Office:

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### Attendance Slip 29<sup>th</sup> Annual General Meeting

Venue of the meeting : **301/302, "215 Atrium", A Wing, Andheri Kurla Road, Chakala, Andheri (East), Mumbai – 400 093**

Day, Date & Time : **Monday, May 09, 2022 at 4.00 p.m.**

<b>Reg. Folio No.</b>	
<b>DP Id No. *</b>	
<b>Client Id No.*</b>	
<b>Full name of the Member</b>	
<b>Full name of the Proxy</b>	
<b>Number of Shares held</b>	

\*Applicable for shareholders holding shares in electronic form

I hereby record my presence at the 29<sup>th</sup> Annual General Meeting of Indsec Securities and Finance Limited held at the Registered Office of the Company situated at 301/302, "215 Atrium", A Wing, Andheri Kurla Road, Chakala, Andheri (East), Mumbai – 400 093 on **Monday, May 09, 2022 at 4.00 p.m.**

**Signature of the member/proxy**

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### 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** : U67120MH1993PLC073185  
**Name of the Company** : Indsec Securities and Finance Limited  
**Registered office** : 301/302, "215 Atrium", A Wing, Andheri Kurla Road, Chakala, Andheri (East), Mumbai – 400 093.

Name of the member(s)	:	
Registered address:	:	
E-mail Id:	:	
Folio No/ Client Id:	:	
DP IDs:	:	

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

1.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

or failing him/her

2.	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 29<sup>th</sup> Annual General Meeting of the Company, to be held on Monday, May 09, 2022 at 4.00 p.m. at the Registered Office of the Company at 301/302, "215 Atrium", A Wing, Andheri Kurla Road, Chakala, Andheri (East), Mumbai – 400 093 and at any adjournment thereof in respect of such resolutions as are indicated below:

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### Resolutions:

Sr. No.	Resolution	Number of Shares held	For	Against
<b>Ordinary Business</b>				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.			
2.	To appoint a Director in place of Mrs. Maya Gandhi (DIN: 00265471), who retires by rotation and being eligible, offers herself for re-appointment.			
3.	To appoint Statutory Auditors and to fix their remuneration.			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Signature of Member: \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

Affix one  
Rupee  
Revenue  
Stamp

### Notes:

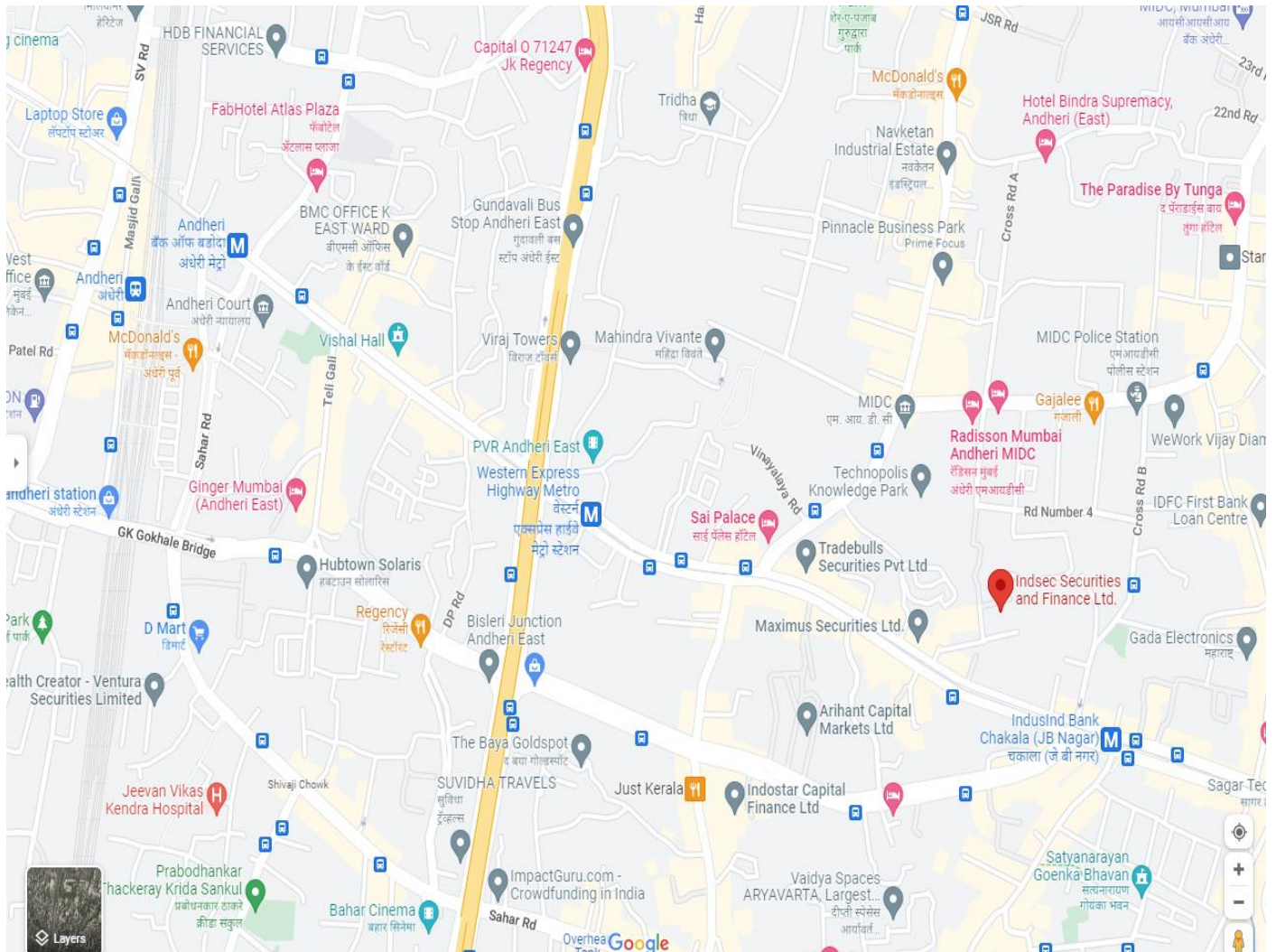
1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY-EIGHT HOURS before the commencement of the Meeting. A Proxy need not be a Member of the Company.

2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.

3. A member may vote either for or against each resolution.



## Route Map to the Venue of the AGM



Source: <https://maps.google.co.in/>