

PURSHOTTAM INVESTOFIN LIMITED

Regd. off: L-7, Menz Floor, Green Park Extension, New Delhi - 110016

Ph. & Fax No. 011-46067802

CIN: L65910DL1988PLC033799

Email ID: purshottaminvestofin@gmail.com

website: www.purshottaminvestofin.in

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the members of **Purshottam Investofin Limited** will be held at No.-33B, Radhey Mohan Drive, Village Fatehpur Beri (New Delhi) on **Saturday the 29th September, 2018 at 10. a.m. to transact the following businesses:**

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2018 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Suraj Chokhani (DIN 03547280), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of STRG & Associates, Chartered Accountants (FRN.: 014826N), as approved by members at the Twenty Sixth Annual General Meeting as Statutory Auditors of the Company to hold office until the conclusion of Thirty First Annual General Meeting and to authorise the Board to fix their remuneration.

SPECIAL BUSINESS

4. **Appointment of Ms. Sarbani Bhagat (DIN- 0008196224) as a Director (Women and Independent Director) of the Company**

To consider and if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, read with Schedule IV to the Act and Clause 49 of Listing Agreement, as amended from time to time, the consent of the members of the Company be and is hereby accorded to appoint Ms. Sarbani Bhagat (DIN-0008196224), who was appointed as an Additional Director with effect from 13th August, 2018 on the Board of the Company, in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that she meets the criteria of independence under Section 149 of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice

in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, for a period of 5 years i.e., from **August 13th, 2018 to 12th August, 2023** and she shall not be liable to retire by rotation."

5. Appointment of Mr. Pramod Kumar Jain (DIN- 00112968) as an Executive Director of the Company

To consider and if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution:**

"RESOLVED THAT Mr. Pramod Kumar Jain, who was appointed as an Additional Director with effect from August 13th, 2018 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing her candidature for the office of a Director, be and is hereby appointed as a Director (Executive Director) of the company, liable to retire by rotation."

6. Appointment of Mr. Sahib Singh Gusain (DIN- 00641261) as an Executive Director of the Company

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

"RESOLVED THAT Mr. Sahib Singh Gusain, who was appointed as an Additional Director with effect from August 13th, 2018 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing her candidature for the office of a Director, be and is hereby appointed as a Director (Executive Director) of the company, liable to retire by rotation."

Regd. Office:

L-7, First Floor,
Greenpark Extension
New Delhi - 110016
Dated: 01/09/2018

By Order of the Board
For PURSHOTTAM INVESTOFIN LTD.
Sd/-
(SARITA AGGARWAL)
*Company Secretary &
Compliance Officer*

NOTES:

- 1) Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
 - 2) **A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and on a poll to vote instead of himself. The proxy need not be a member of the company. A blank form of proxy is enclosed and if intended to be used, it should be deposited duly completed at the registered office of the company not less than forty eight hours before the scheduled time of the meeting.**
 - 3) **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 a proxy for any other person or shareholder.**
 - 4) Corporate members intending to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
 - 5) In case of joint shareholder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
 - 6) Information required under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 (relating to Corporate Governance) with respect to the Directors retiring by rotation and, being eligible, seeking re-appointment is given in the Corporate Governance Report annexed to this Annual Report.
 - 7) The Registers of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2018 to 28th September, 2018 (both days inclusive).
 - 8) Members holding shares in physical form are requested to intimate immediately to the Registrars & Share Transfer Agents of the Company, M/s MAS Services Ltd., T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi-110 020 quoting registered Folio No. (a) details of their bank account/change in bank account, if any, to enable the Company to print these details on the dividend warrants; and (b) change in their address, if any, with pin code number. The following information to be incorporated on the dividend warrants may be furnished:
 - a. Name of Sole/First joint holder and the folio number.
 - b. Particulars of Bank Account, viz.
 - c. Name of the Bank
 - d. Name of the Branch
 - e. Complete address of the Bank with Pin Code number
 - f. Bank Account Number allotted by the Bank and nature of the Account (Savings/Current etc.)
1. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

2. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in SH-13.
3. The Company has entered into agreements with CDSL and NSDL to offer depository services to the Shareholders. Shareholders can open account with any of the depository participant registered with CDSL and NSDL.
4. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the Company Secretary by 22.09.2018.
5. Members are requested to bring their copies of Annual Report at the meeting, as extra copies will not be supplied.
6. Pursuant to the requirement of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, the Company declares that its equity shares are listed on the stock exchange at Mumbai. The Company has paid the annual listing fee for the year 2018 to the above stock exchange(s).
7. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Shares Transfer Agents, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrars and Share Transfer Agents, members are requested to quote their account/folio numbers or DP ID and Client ID for physical or electronic holdings respectively.
8. Only registered members carrying the attendance slips and the holders of valid proxies registered with the Company will be permitted to attend the meeting.
9. As a part of "Green initiative in the Corporate Governance", The Ministry of Corporate Affairs vide its circular nos. 17/2011 and 1/2011 dated 21.04.2011 and 29.04.2011, respectively, has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditors' Report, Directors' report, etc., to the members through e-mail. The shareholders holding shares in physical form are requested to register their e-mail address with the Registrar & Share Transfer Agents by sending duly signed request letter quoting their folio no., name and address. In case of shares held in demat form, the shareholders may register their e-mail addresses with their DPs (Depository Participants).
10. Members may also note that the Notice of the 30th Annual General Meeting and the Annual Report for 2018 will also be available on the Company's website www.purshottaminvestofin.in for their 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 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 post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: purshottaminvestofin@gmail.com

11. Voting through electronic means

A. In compliance with 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 Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements), Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote at the 29th 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).

B. The facility for voting through ballot 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.

C. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

D. The remote e-voting period commences on Wednesday, 26.09.2018(09:00 am) and ends on Friday, 28.09.2018 (05:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22.09.2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The procedure and instructions for members for remote e-voting are as under:

I. In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/Depositories):

- a. Open e-mail and open PDF file viz.”Purshottam e-Voting.pdf” with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
- b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
- c. Click on Shareholder-Login.
- d. Put user ID and password as initial password noted in step (i) above. Click Login.
- e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- g. Select “EVEN” of “**Purshottam Investofin Limited**”.
- h. Now you are ready for remote e-voting as Cast Vote page opens.
- i. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.

- j. Upon confirmation, the message “Vote cast successfully” will be displayed.
- k. Once you have voted on the resolution, you will not be allowed to modify your vote.
- l. 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to agrawal.kundan@gmail.com with a copy marked to evoting@nsdl.co.in.

II. In case of Members receiving Physical copy of Notice of 30th Annual General Meeting (for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy)

- a. Initial password is provided at the bottom of the Attendance Slip for the 30th AGM
- b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

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 **22.09.2018**

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. **22.09.2018**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA, MAS Services Limited.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

For as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

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 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 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.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.purshottaminvestofin.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the BSE Limited.

Regd. Office:

L-7, First Floor,
Greenpark Extension
New Delhi - 110016
Dated: 01/09/2018

By Order of the Board
For PURSHOTTAM INVESTOFIN LTD.

Sd/-
(SARITA AGGARWAL)
*Company Secretary &
Compliance Officer*

ANNEXURE TO ITEM 2

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting (in pursuance of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"),

As on 31st March, 2018	
Name of Director	Mr. Suraj Chokhani
Date of Birth	03.12.1979
Nationality	Indian
Qualification	B.COM
Date of Appointment	23/04/2015
No. of shares held in the Company	Nil
List of Directorship held in other Companies	URBAN MERCHANTILE PRIVATE LIMITED DHANAASHA MARKETING PRIVATE LIMITED GANESHDHAM COMMERCIAL PRIVATE LIMITED ABILITY GAMES PRIVATE LIMITED
Chairman/Member of Committees of Board of Directors in public companies	1 (One)
Directorship includes Directorship of other Indian Public Companies and Committee membership includes only Audit Committee and Stakeholders Relationship Committee of public Limited Companies (whether Listed or not).	

EXPLANATORY STATEMENT

(Pursuant to the provisions of section 102 of the Companies Act, 2013)

Item No. 4

Ms. Sarbani Bhagat was appointed as Additional Director by the Board of Directors in its meeting held on August 13th, 2018. Pursuant to Section 161 of the Companies Act, 2013 ('Act') read with Articles of Association of the Company, Ms. Sarbani Bhagat is entitled to hold office upto the date of this Annual General Meeting. The Company has received notice in writing under the provisions of Section 160 of the Companies Act from a member along with the deposit of requisite amount proposing the candidature of Ms. Sarbani Bhagat for the office of non-executive independent Director.

Ms. Sarbani Bhagat, aged 38 years, has an overall experience of about 11 years in Financial Analysis. Her main areas of practice are conducting financial due diligence and general corporate advisory.

The Company has received from Ms. Sarbani Bhagat (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Act; and (iii) declaration to the effect that she meets the criteria of independence as provided in Section 149 of the Act.

The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that, Ms. Sarbani Bhagat proposed to be appointed as Women Independent Director fulfils the conditions specified in the Act and Rules made thereunder. A copy of the draft letter of appointment of Ms. Sarbani Bhagat as an Independent Non-Executive Director setting out the terms and conditions is available for inspection at the registered office of the Company during normal business hours on all working days upto the date of Annual General Meeting.

Except Ms. Sarbani Bhagat, no other Director or key management personnel of the Company or their relatives is concerned or interested in the proposed resolution.

The resolution seeks approval of the members for the appointment of Ms. Sarbani Bhagat as Women and Independent Non-Executive Director of the Company for Five consecutive years for a term upto 12st August, 2023 pursuant to Section 149 and other applicable provisions of the Act and Rules made thereunder and that she shall not be liable to retire by rotation.

The Board recommends the resolution set forth in item No.4 for the approval of the members.

Item No. 5

Mr. Pramod Kumar Jain was appointed as Additional Director by the Board of Directors in its meeting held on August 13th, 2018. Pursuant to Section 161 of the Companies Act, 2013 ('Act') read with Articles of Association of the Company, Mr. Pramod Kumar Jain is entitled to hold office upto the date of this Annual General Meeting. The Company has received notice in writing under the provisions of Section 160 of the Companies Act from a member along with the deposit of requisite amount proposing the candidature of Mr. Pramod Kumar Jain for the office of Executive Director.

Mr. Pramod Kumar Jain, aged 53 years, has an overall experience of about 20 years in Financial Analysis. His main areas of practice are conducting financial due diligence and general corporate advisory.

The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that, Mr. Pramod Kumar Jain proposed to be appointed as Executive Director fulfils the conditions specified in the Act and Rules made thereunder. A copy of the draft letter of appointment of Mr. Pramod Kumar Jain as an Executive Director setting out the terms and conditions is available for inspection at the registered office of the Company during normal business hours on all working days upto the date of Annual General Meeting.

Except Mr. Pramod Kumar Jain, no other Director or key management personnel of the Company or their relatives is concerned or interested in the proposed resolution.

The Board recommends the resolution set forth in item No.5 for the approval of the members.

Item No. 6

Mr. Sahib Singh Gusain was appointed as Additional Director by the Board of Directors in its meeting held on August 13th, 2018. Pursuant to Section 161 of the Companies Act, 2013 ('Act') read with Articles of Association of the Company, Mr. Sahib Singh Gusain is entitled to hold office upto the date of this Annual General Meeting. The Company has received notice in writing under the provisions of Section 160 of the Companies Act from a member along with the deposit of requisite amount proposing the candidature of Mr. Sahib Singh Gusain for the office of Executive Director.

Mr. Sahib Singh Gusain, aged 46 years, has an overall experience of about 15 years in Financial Analysis. His main areas of practice are conducting financial due diligence and general corporate advisory.

The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that, Mr. Sahib Singh Gusain proposed to be appointed as Executive Director fulfils the conditions specified in the Act and Rules made thereunder. A copy of the draft letter of appointment of Mr. Sahib Singh Gusain as an Executive Director setting out the terms and conditions is available

for inspection at the registered office of the Company during normal business hours on all working days upto the date of Annual General Meeting.

The Board recommends the resolution set forth in item No.6 for the approval of the members.

Regd. Office:

L-7, First Floor,
Greenpark Extension
New Delhi - 110016
Dated: 18/04/2018

By Order of the Board
For PURSHOTTAM INVESTOFIN LTD.

Sd/-
(SARITA AGGARWAL)
*Company Secretary &
Compliance Officer*

PURSHOTTAM INVESTOFIN LIMITED

Regd. off: L-7, Menz Floor, Green Park Extension, New Delhi – 110016

Ph. & Fax No. 011-46067802

CIN: L65910DL1988PLC033799

Email ID: purshottaminvestofin@gmail.com Website: www.purshottaminvestofin.in

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ELECTRONIC VOTING PARTICULARS

EVEN(Electronic Voting Event Number)	PASSWORD	USER ID	NO. OF SHARES

The e-voting facility will be available during the following voting period :

Commencement of e-voting	From 09.00 a.m. (IST) on September 26 th , 2018
End of e-voting	Upto 06.00 p.m. (IST) on September 28 st , 2018

. The cut-off date (i.e. the record date) for the purpose of e-voting is 22nd September, 2018

----- TEAR HERE -----

PURSHOTTAM INVESTOFIN LIMITED

Regd. off: L-7, Menz Floor, Green Park Extension, New Delhi – 110016

Ph. & Fax No. 011-46067802

CIN: L65910DL1988PLC033799

Email ID: purshottaminvestofin@gmail.com Website: www.purshottaminvestofin.in

ATTENDANCE SLIP

I/We hereby record my presence at the Annual General Meeting held on No.-33B, Radhey Mohan Drive, Village Fatehpur Beri (New Delhi) on Saturday the 29th September, 2018 at 10. a.m

Name of the Shareholders or Proxy (In Block Letters) _____

No. of Shares Held _____

Regd. Folio No./DPID-CLID _____

Signature of the Shareholder/Proxy

Note:

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL.

PROXY FORM

[Pursuant to section 105(6) of the Companies Act,
2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014

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 Address: E-mail Id: Signature:
2.	Name Address: E-mail Id: Signature:
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 Annual general meeting of the company to be held on No.-33B, Radhey Mohan Drive, Village Fatehpur Beri (New Delhi) on Saturday the 29th September, 2018 at 10. a.m

Resolution number	Resolutions	Vote (Optional see Notes) (Please mention no. of shares)		
Ordinary Business				
1.	To receive, consider and adopt the audited Balance Sheet of the Company as at 31 st March, 2018 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.			

2.	To appoint a Director in place of Mr. Suraj Chokhani (DIN 03547280), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	To ratify the appointment of STRG & Associates, Chartered Accountants (FRN.: 014826N), as approved by members at the Twenty Sixth Annual General Meeting as Statutory Auditors of the Company to hold office until the conclusion of Thirty First Annual General Meeting and to authorise the Board to fix their remuneration.			
Special Business				
4.	Appointment of Ms. Sarbani Bhagat (DIN-0008196224) as a Director (Women and Independent Director) of the Company			
5.	Appointment of Mr. Pramod Kumar Jain (DIN-00112968) as an Executive Director of the Company			
6.	Appointment of Mr. Sahib Singh Gusain (DIN-00641261) as an Executive Director of the Company			

Signed this..... day of..... 2018

ROUTE MAP

**Venue of the 30th Annual General Meeting of Purshottam Investofin Limited
to be held on Saturday the 29th September, 2018 at 10. a.m.**

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

Landmark: Chattarpur Metro Station

