



Date: 25.08.2023

To,
Pankaj Tibrawalla
34 Ballygunge Park
Kolkata-700019

We are pleased to inform you that the Board of Directors of Adventz Securities Enterprises Limited ("the Company") at its meeting held on 25th August, 2023, have appointed you as an Additional Director in the capacity of Non-Executive Independent Director under Section 161 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 to hold the office up to the date of upcoming Annual General Meeting of the Company and subject to approval of the shareholders to hold office for a period of five years with effect from August 25, 2023 till August 24, 2028.

The terms and conditions of your terms of appointment are mentioned in Annexure-A as attached herewith.

Thanking You
Yours faithfully

For ADVENTZ SECURITIES ENTERPRISES LIMITED

Rewati Raman Goenka
Director
DIN-00375716

ADVENTZ SECURITIES ENTERPRISES LIMITED

Hongkong House, 31 B. B. D. Bagh (South), Kolkata - 700 001, Tel.: +91-33-2248 8891/92

Fax: +91-33- 2243 7215 Email: corp@poddarheritage.com

CIN : L36993WB1995PLC069510



ANNEXURE-A

1. Appointment

You are appointed as a Non-Executive Additional Director on the Board of Directors of the Company with effect from 25th August, 2023 under Section 161 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 up to the date of the next Annual General Meeting of the Company.

2. Time Commitment

As a Non-Executive Director you are expected to bring objectivity and independence of view to the Board's discussions and help to provide the Board with effective leadership in relation to the Company's strategy, performance and risk management as well as ensuing high standards of Corporate Governance. The Board meets at least four times in a year.

3. Roles, Duties and Responsibilities

A. As a member of the Board, you along with the directors will be collectively responsible for meeting the objectives of the Board which include:

1. Requirement under the Companies Act, 2013, SEBI Regulations and Reserve Bank of India (RBI) Guidelines;
2. Accountability under the Directors Responsibilities Statement.
3. Requirement under various applicable laws of the Reserve Bank of India, as applicable upon a NBFC.

B. As a member of the Board, you shall also perform the following duties which are prescribed for a Non-Executive Director:

1. Ensuring that the Company's goals are clearly established, and that strategies are in place for achieving them;
2. Monitoring the performance of the management;
3. Deciding on whatever steps are necessary to protect the Company's financial position and the ability to meet its debt and other obligations when they fall due, and ensuring that such steps are taken.
4. Ensuring that the Company's financial statements are true and fair and are in compliance with the applicable law.
5. Ensuring that the Company has appropriate risk management/regulatory compliance policies in place.

4. Remuneration/Sitting Fees

Since you are being appointed in the capacity of Non-Executive, you will not be entitled to any kind of remuneration. Further you will be paid sitting fees as may be decided by the Board of Directors from time to time.

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5. Conflict of Interest

It is accepted and acknowledged that you may have business interests other than those of the Company. In terms of your appointment, you are required to disclose any such directorships, appointments and interests to the Board in writing in the prescribed form at the time of your appointment.

6. Disclosure of Interest

The Company must include in its Annual accounts a note of any material interest that a Director may have in any transaction or arrangement that the Company has entered into. Such Interest should be disclosed not later than the transaction or arrangement coming up at a Board Meeting, so that your interest is recorded in the minutes appropriately and the Company's records are updated. A general notice that you are interested in any contracts with a particular person, firm or Company, is acceptable. Further any change in interest shall be disclosed by you at the first meeting held after such change.

7. Termination

You may resign from your position at any time and in case if you wish to do so, you are requested to serve a reasonable written notice to the Board.

Please confirm your acceptance to the above by returning a duly signed copy of this letter to the Company.

Thanking you
Yours faithfully

For Adventz Securities Enterprises Limited

Rewati Raman Goenka
Director
DIN-00375716

I have read and agree to the above terms regarding my appointment as Non-Executive Independent Additional Director of Adventz Securities Enterprises Limited.

Pankaj Tibrawalla

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