

ADVENTZ SECURITIES ENTERPRISES LIMITED

NOTICE

NOTICE is hereby given that the Thirty First Annual General Meeting (AGM) of the Shareholders of **Adventz Securities Enterprises Limited** will be held on Wednesday, 23rd September, 2015 at 12:00 noon at the Registered Office of the Company at Hongkong House, 31, B. B. D. Bagh(s), Kolkata – 700 001 to consider the following business:

As an Ordinary Business

1. Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of Director

To appoint a Director in place of Mr. Gaurav Agarwala (DIN: 00201469) who retires by rotation and being eligible offers himself for re-appointment.

3. Appointment of Statutory Auditors

To ratify the appointment of Statutory Auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the next AGM and to fix their remuneration and to pass the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s B. Chhawchharia & Company, Chartered Accountants having Firm Registration No. 302137E as Statutory Auditors of the Company be and is hereby ratified for a year and they shall hold office from the conclusion of the 31st Annual General Meeting to the conclusion of the next Annual General meeting at such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors based on the recommendation of the Audit Committee.”

Registered Office:

Hongkong House
31, B. B. D. Bagh(s)
Kolkata – 700 001
Phone: 033- 2248 8891
Fax: 033- 2243 7215
Email: corp@poddarheritage.com
Website: www.poddarheritage.com
CIN: L36993WB1995PLC069510

By Order of the Board of Directors
For Adventz Securities Enterprises Limited



Punam Singh
Company Secretary

Dated: 22nd July, 2015

NAME : PUNAM SINGH
MEMBERSHIP NO.
(ICSI) - A38649
ADD. - 4, N. G. BASAK ROAD,
DUM DUM, KOLKATA-700080

NOTES:

1. ***A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead on a poll and the proxy need not be a member of the company. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement 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 10% of the total share capital of the Company carrying voting rights. Any person holding more than 10% of the total Equity Share Capital of the Company may appoint a single person as proxy and in such case, the said person shall not act as proxy for any other person or member. Corporate Members are requested to send to the Registered Office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorising their representative to attend and vote at the Annual General Meeting.***
2. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 9th September, 2015 to Wednesday, 23rd September, 2015 (both days inclusive)
3. Members are requested to intimate directly to the Company's Registrar and Share Transfer Agent : M/s Zuari Investments Limited, Jai Kisan Bhawan , Zuarinagar, Goa-403 726 :
 - a) changes, if any in their address at an early date
 - b) apply for consolidation of folios, if shareholdings are under multiple folios
 - c) quote ledger folio numbers in all their correspondence
 - d) send their share certificate(s) for consolidation
 - e) members holding shares in physical format and desirous of making/changing nomination in respect of their holding forms for making nominations as per section 72 of the Companies Act, 2013 in prescribed Forms SH-13 and SH-14.
 - f) to send their email address for forwarding all communication on mail as per green initiatives of Ministry of Corporate Affairs
4. Members holding shares in the physical format are advised to demat their shares to avail easy liquidity and to prevent loss of physical certificates.
5. Information pursuant to Clause 49 of the Listing Agreement pertaining to Director's seeking appointment/re-appointment is furnished in the report on Corporate Governance.
6. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The directors have furnished the requisite declarations for their appointment/re-appointment.
7. Members who wish to obtain further information on the Financial Statements for the year ended March 31, 2015, may send their queries at least seven days before the Annual General Meeting addressed to Company Secretary at the registered office of the Company or at Email ID: corp@poddarheritage.com.
8. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:30 am to 5:00 pm) on all working days except weekends, up to and including the date of the Annual General Meeting of the Company.

Voting through Electronic Means

In compliance with Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 & clause 35B of the Listing Agreement the Company is pleased to provide members facility to exercise their right to vote by electronic means in respect of the businesses to be transacted at the **Annual General Meeting scheduled to be held on 23rd September, 2015**. The facility of casting votes by a member using an electronic voting system (remote e-voting) from a place other than venue of the AGM will be provided by **Central Depository Services Limited (CDSL)** for all the business as detailed in this notice. It is hereby clarified that it is not mandatory for a member to vote using the remote e-voting facility and a member may avail of the facility at his/her discretion. The instructions for remote e-voting are as under:

Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for remote e-voting. However, in case Members cast their vote exercising both the options, i.e. physical and e-voting, then votes casted through remote e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.

The instructions for e-voting are as under. Members are requested to follow the instructions below to cast their vote through e-voting:

Commencement of remote e-voting : Thursday, 17th September, 2015, 9.00 a.m.
End of e-voting : Tuesday, 22nd September, 2015, 5.00 p.m.

Instruction and other information relating to e-voting are as under:

1. In case of Members receiving e-mail:
 - (i) Log on to the remote e-voting website www.evotingindia.com
 - (ii) Click on "Shareholders" tab.
 - (iii) Now, select "**Adventz Securities Enterprises Limited**" from the drop down menu and click on "SUBMIT"
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) However, if you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field – excluding special character

	and space. (viz., if your name is Ramesh Kumar with sequence number 00000001 then enter RA00000001 in the PAN field. – Sequence Number is communicated in the Attendance Slip.)
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter your DP ID Together with Client ID or Registered Folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Adventz Securities Enterprises Limited> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If a Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii)

Note to Non- Individual Shareholders

- Non-Individual shareholders/Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

(xix)

- (a) Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.
 - (b) The remote e-voting period begins on Thursday, 17th September, 2015, 9.00 a.m. and ends on Wednesday, 22nd September, 2015, 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form as on cut-off date 16th September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (c) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
2. Institutional members/Body Corporates (i.e. other than individuals, HUF, NRI etc.) who are authorized to vote, 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) through e-mail at scrutinizeraklabh@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com before 23rd September, 2015 without which the vote shall not be treated as valid.
 3. In case you have any queries or issues regarding e-voting, please contact the Company or Registrar & Share Transfer Agent or send mail to helpdesk.evoting@cdslindia.com or corp@poddarheritage.com.
 4. The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company.

5. Remote E-voting period will commence from **Thursday, 17th September, 2015, 9.00 a.m. and will end on Wednesday, 22nd September, 2015, 5.00 p.m.**
6. Mr. A. K. Labh, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner, whose e-mail address is aklabhcs@gmail.com.
7. A facility for voting through Ballot Paper is being made available at the Annual General Meeting of the Company and the Members attending the meeting who have not cast their vote by remote e-voting can exercise their right during the meeting on 23rd September, 2015 between 12.00 noon till the conclusion of the meeting.
8. 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.
9. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.poddarheritage.com and on the website of CDSL within three (3) days of passing of the resolutions at the AGM of the Company. The results will also be communicated to CSE where the shares of the Company are listed.
10. The notice of Annual General Meeting, together with the route map will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 8th September, 2015 and also will be displayed on the website of the Company at www.poddarheritage.com.

Registered Office:

Hongkong House
31, B. B. D. Bagh(s)
Kolkata – 700 001
Phone: 033- 2248 8891
Fax: 033- 2243 7215
Email: corp@poddarheritage.com
Website: www.poddarheritage.com
CIN: L36993WB1995PLC069510

By Order of the Board of Directors
For Advantz Securities Enterprises Limited



Punam Singh
Company Secretary

NAME : PUNAM SINGH
MEMBERSHIP NO.
(ICSI) - A38649
ADD. - 4, N. G. BASAK ROAD,
DUM DUM, KOLKATA-700080

Annexure to the Notice

Mr. Gaurav Agarwala, aged 43 years has been appointed Director of the Company since 2002. He is a graduate in Science and Business Administration from Boston University. He brings a varied and interspersed experience of almost 20 years to the table.

Name	Gaurav Agarwala
Date of Birth	07.08.1972
Date of Appointment	22.03.2002
DIN	00201469
Qualification	Graduate in Science & Business Administration from Boston University
Experience	More than 14 years in Finance and General Business Administration
Directorship in other public limited Companies	1 – Gama Hospitality Limited
Chairman/Member of Committee in which directorship position is held other than this Company	Nil

Shares of the Company held by Mr. Gaurav Agarwala, himself or for any other person on beneficial basis as on 31st March, 2015 is NIL.

PROXY FORM
FORM No. MGT – 11

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

CIN : L36993WB1995PLC069510
 Name of Company : ADVENTZ SECURITIES ENTERPRISES LIMITED
 Registered Office : "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata - 700001, West Bengal
 Name of the Member (s) : _____
 Registered Address : _____
 E-mail ID : _____
 Folio No/Client ID No. : _____

I/We, being the member(s) of _____ shares of above named company, hereby appoint:

- (1) Name : _____ E-mail Id : _____
 Address : _____ Signature : _____, or failing him
- (2) Name : _____ E-mail Id : _____
 Address : _____ Signature : _____, or failing him
- (3) Name : _____ E-mail Id : _____
 Address : _____ Signature : _____, or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General of the Company, to be held on the 23rd day of September, Wednesday at 12.00 noon at the Registered Office of the Company at Hongkong House, 31, B.B.D. Bagh(s), Kolkata – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below

Ordinary Business:	
1.	Adoption of Financial Statements: To receive, consider and adopt the Audited Financial Statements for the financial year ended 31 st March, 2015 at that date together including the Audited Balance Sheet as at 31 st March, 2015 and the statement of Profit & Loss for the year ended on that date and the Reports of the Board of directors' and Auditor's thereon.
2.	Appointment of Director: To appoint a Director in place of Mr. Gaurav Agarwala (DIN: 00201469) who retires by rotation and being eligible offers himself for re-appointment.
3.	Appointment of Statutory Auditors: To ratify the appointment of Statutory Auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the next AGM and to fix their remuneration and to pass the following resolution as an ordinary resolution: "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s B. Chhawchharia & Company, Chartered Accountants having Firm Registration No. 302137E as Statutory Auditors of the Company be and is hereby ratified for a year and they shall hold office from the conclusion of the 31 st Annual General Meeting to the conclusion of the next Annual General meeting at such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors based on the recommendation of the Audit Committee."

Signed this _____ day _____ of 2015

 Signature of shareholder (s)

 Signature of the Proxy holder (s)

Affix Revenue
stamp of Re. 1

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



Custom House
Central Excise
Kolkata Port Trust

Kolkata General
Post Office

AMARAVATI

Bankshal Court

Central Government
Office Complex

Nicco House

Hong Kong House

Reserve Bank
of India ZTC

JOHN'S TOWER

SUSWAGTAM
BUILDING

HOTEL KALINGA

Income Tax Office

Google

Mangalam building

Radha Bazar Ln

Kolkata Police
Headquarters

Martin Burn House

SIR RNM House

DEBRAJ HOTELS
PVT. LTD

Bharat Mineral
Corporation

Birla House

Rashi Peripherals Pvt.

RN Mukherjee Rd

Mangoe Ln

BBD Bag N

BBD Bag E

BBD Bag E

BBD Bag S

B.B.D. Bag

B.B.D. Bag

Red Cross Pl

United Tower

Larkin Ln

Strand Rd

Netaji Subhas Rd

BTM Sarani

Bankshall St

Hare St

Church Ln

Kiran Shankar Roy Rd

Council House St

Post Office St

Hastings Chamber

Lyon

Coal Limited

Gandhi Building

Writers Building

Brabourne Rd

Radha Bazar St

Jakia Street

IRC H

Rab

BUILDING

Shree K

St

aboo

