



## NOTICE TO THE SHAREHOLDERS

**NOTICE** is hereby given that the Thirty Seventh Annual General Meeting (AGM) of the members of **Adventz Securities Enterprises Limited** will be held on Wednesday, 29<sup>th</sup> September, 2021, at 11:00 a.m. at the Registered Office of the Company at "Hongkong House", 31, B. B. D. Bagh(s), Kolkata – 700 001, to consider the following business:

### Ordinary Business

#### 1. To receive consider and adopt

- a) The Audited Standalone Financial Statements of the Company for the year ended 31st March, 2021 including Audited Balance Sheet for the year ended 31st March, 2021, and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2021, including Audited Consolidated Balance Sheet for the year ended 31st March, 2021, and the Consolidated Statement of Profit and Loss Account for the year ended on that date and the Report of the Auditors thereon.

#### 2. Re- Appointment of Director

To appoint a Director in place of Akshay Poddar (DIN: 00008686) who retires by rotation and being eligible offers himself for re-appointment.

### Special Business: Special Resolution

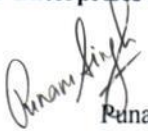
#### 3. Re-Appointment of Mr. Devendra Khemka as the Manager

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 199, read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Devendra Khemka, the Chief Financial Officer of the Company and already serving as the Manager of the Company whose term terminates near to 22<sup>nd</sup> December, 2021, be and is hereby re-appointed as the Manager of the Company, and for a period of 5(Five) years with effect from 23<sup>rd</sup> December, 2021, on such terms and conditions as may be decided by the Board of Directors and Mr. Devendra Khemka shall herewith hold the position of Manager-cum-CFO of the Company."

#### **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](mailto:corp@poddarheritage.com)  
Website: [www.poddarheritage.com](http://www.poddarheritage.com)  
CIN: L36993WB1995PLC069510

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

  
Punam Singh  
Company Secretary  
ICSI Membership No: 38649

**Dated: 04<sup>th</sup> September, 2021**

## **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](mailto:corp@poddarheritage.com)

CIN : L36993WB1995PLC069510



**NOTES:**

1. **PROXIES:**

*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 (50) 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.*

*Members, Proxies and Authorised Representatives are requested to bring to the meeting, the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. Duplicate attendance slip or copies of the Report and Accounts will not be made available at the AGM venue.*

2. **Communication:**

Electronic copy of the Notice of the Annual General Meeting (AGM) along with the Annual Report 2020-2021 of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company's Registrar and Share Transfer Agents / Depository Participants for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email IDs, physical copies of the Notice of the AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent through permitted mode.

Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant (in case of shares in dematerialized form) or with Zuari Finserv Limited (in case of Shares held in physical form). Members may also note that the Notice of the 37<sup>th</sup> AGM and the Annual Report for FY 2020-21 will be available on the Company's website [www.poddarheritage.com](http://www.poddarheritage.com) for their download and also on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com). For any communication, the shareholders may also send requests to the Company's investor email id: [corp@poddarheritage.com](mailto:corp@poddarheritage.com).

3. **Route Map:**

A route map showing directions to reach the venue of the 37<sup>th</sup> AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meetings".

4. **Registrar & Share Transfer Agents and Depository Participant:**

**M/s Zuari Finserv Limited** is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:

<b>Registered Office:</b> M/s Zuari Finserv Limited Jai Kisaan Bhawan, Zuarinagar, Goa – 403726 Tel no.91-0832-2592509	<b>Corporate Office:</b> M/s Zuari Finserv Limited Corporate 1 First Floor 5, Commercial Centre Jasola, New Delhi - 110025 Contact Personnel: Mr. Krishan Kant: Tel no.: 91-011-46581300, 91-011-41697900 Fax no.91-011-40638679
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Members holding Shares in physical mode are requested to intimate changes in their address to M/s Zuari Finserv Limited. Members holding Shares in electronic mode are Members are requested to send the intimation for change of address to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.



Members are further requested to intimate directly to the Company's Registrar and Share Transfer Agent

- 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
5. The Register of Members and Share Transfer Books of the Company shall remain closed from **Tuesday, 21<sup>st</sup> September, 2021, to Wednesday, 29<sup>th</sup> September, 2021.** (Both days inclusive).
6. Members holding shares in the physical format are advised to dematerialize their shares to avail easy liquidity and to prevent loss of physical certificates. Further pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository
7. PAN Submission:  
The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents/Company. (Form Enclosed)
8. Inspection by Members:  
All Statutory Registers and relevant documents referred to in the Notice and the Explanatory Statement, if any, shall be available for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, Sundays and public holidays, between 10.30 a.m. to 5.00 p.m. upto the date of the Annual General Meeting. 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 The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
9. A brief resume of each of the director/directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter se as stipulated under Regulation 36 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, and Clause 1.2.5 of Secretarial Standards-2 on General Meetings, pertaining to Details of Directors seeking Appointment/ Reappointment at the Annual General Meeting is annexed herewith as Annexure 1 and will also be furnished in the report on Corporate Governance.
10. Members who wish to obtain further information on the Financial Statements for the year ended March 31, 2021, 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](mailto:corp@poddarheritage.com).
11. Voting through Electronic Means  
Pursuant to 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 the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 37<sup>th</sup> AGM. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL). Please note that members can opt for only one mode of voting i.e., either by voting at the meeting or e-voting. If Members opt for e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting may also attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again. Members are requested to follow the instruction below to cast their vote through e-voting.



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 : **Friday, 24<sup>th</sup> September, 2021, 09.00 a.m.**  
 End of remote e-voting : **Tuesday, 28<sup>th</sup> September, 2021, 5.00 p.m.**

During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date on Monday, 20<sup>th</sup> September, 2021 thereafter.  
 Scrutinizer: The Company has appointed Mr. Atul Kumar Labh., Practicing Company Secretary (FCS No. 4848/C.P. No. 3238), as Scrutinizer for conducting the electronic voting process (both remote e-voting and voting at the AGM through physical ballots) in a fair and transparent manner.

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

**In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.**

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter</p>



	your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.**

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

**I. In case of Members receiving e-mail:**

- (i) Log on to the remote e-voting website [www.evotingindia.com](http://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](http://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:



<b>For Members holding shares in Demat Form and Physical Form</b>	
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"> <li>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.)</li> </ul>
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"> <li>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 B</li> </ul>

- (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) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.



(xix) **Note to Non- Individual Shareholders/ Institutional 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.
- A scanned copy of the Registration Form bearing the stamp & sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**In case of members receiving the physical copy:**

- (xx) (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, **Friday, 24<sup>th</sup> September, 2021, 09.00 a.m and ends on Tuesday, 28<sup>th</sup> September, 2021, 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 20<sup>th</sup> September, 2021, 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](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- II. 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 [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)(Scrutinizer) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) 48 hours before 29<sup>th</sup> September, 2021 , without which the vote shall not be treated as valid.
- III. 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](mailto:helpdesk.evoting@cdslindia.com) or [corp@poddarheritage.com](mailto:corp@poddarheritage.com).
- IV. The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company.
- V. 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, within 48 hours 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.
- VI. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.poddarheritage.com](http://www.poddarheritage.com) and on website of CDSL e-Voting [www.evotingindia.com](http://www.evotingindia.com) within two days of the passing of the Resolutions at the Annual General Meeting of the Company and will also be communicated to Delhi Stock Exchange (de-recognized by the SEBI), Calcutta Stock Exchange and the Metropolitan Stock Exchange of India Limited(MSEI), where the shares of the Company are listed.



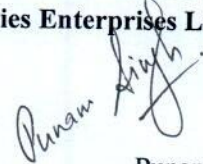
- VII. A facility for voting through Ballot Paper is being made available at the Annual General Meeting of the Company and the Members attending the meeting who have not cast their vote by remote e-voting can exercise their right during the meeting on 29<sup>th</sup> September, 2021, between 11.00 a.m. till the conclusion of the meeting.

**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](mailto:corp@poddarheritage.com)  
Website: [www.poddarheritage.com](http://www.poddarheritage.com)  
CIN: L36993WB1995PLC069510

**Dated: 04<sup>th</sup> September, 2021**

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



Punam Singh  
**Company Secretary**  
ICSI Membership No: 38649



**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

**Item No. 4**

Mr. Devendra Khemka, currently holding the position of the Chief Financial Officer and Manager of the Company has been proposed to be re-appointed as the Manager of the Company, with effect from 23rd December, 2021, pursuant to the decision taken by the Board at their meeting held on 04<sup>th</sup> September, 2021. The Board of Directors of the Company (the 'Board') has approved the re-appointment of Mr. Khemka subject to the approval by the Shareholders of the Company and accordingly, it is proposed before the Shareholders to approve the said re-appointment for another new term of five (5) years.

The re-appointment for another new term of five (5) years of Mr. Khemka had been recommended by the Nomination and Remuneration Committee of the Company and the remuneration payable to him, if any, over and above the remuneration already paid to him as the CFO, has also been certified by the Nomination & Remuneration Committee and the same is within the permissible limits of Schedule V of the Companies Act, 2013.

At present, the Board has not proposed the payment of any separate remuneration for holding the post of Manager and he will continue to draw his current remuneration, already payable to him as the CFO of the Company. However, with the prior approval by the Nomination and Remuneration Committee, the Board may offer additional remuneration to Mr. Khemka. The remuneration to be paid additionally, if any, as and when decided by the Board shall be subjected to the following conditions:

In pursuance of the provisions of Section 197, 198 of the Companies Act, 2013 Schedule V and other applicable provisions of the Companies Act, 2013 with the following breakup:

- i. **SALARY:** As may be proposed by the Nomination and Remuneration Committee and approved by the Board.
- ii. **COMMISSION:** Not exceeding 1% of the Net Profit of the Company in particular year subject to ceiling of 50% of the salary.
- iii. **PERQUISITES & ALLOWANCE:** The perquisites and allowances, as may be proposed by the Nomination and Remuneration Committee and decided by the Board, may include accommodation (furnished or unfurnished) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses, and / or allowances, for utilization of gas, electricity, water furnishing and repairs, medical reimbursement, leave travel concession for self and family including dependents, medical insurance etc. The said perquisites and allowances shall be evaluated wherever applicable, as per the provision of Income Tax Act, 1961 or any rules there under or any statutory modifications(s) or re-enactments thereof, in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost. The salary and perquisites payable to Mr. Devendra Khemka, as may be determined by the Board in the meeting of Directors and the Nomination and Remuneration Committee, is not to be included for the purpose of computation of the aforesaid ceiling of remuneration provided that such payment shall be within the overall ceiling of remuneration permissible under the Act or Schedule Section 197, 198,199 and Schedule V of the Companies Act, 2013, as and when the remuneration becomes payable.
- iv. **MINIMUM REMUNERATION:** In the event of loss or inadequacy of profits of the Company in any financial year, remuneration and perquisites / benefits payable to him in the basis of determined minimum remuneration by the Board within the limit specified in section 197,198 and 199 u/s 2 (78) of the Companies Act, 2013, as modified from time to time.



- v. No sitting fee shall be paid to the Manager for attending any meeting of the Board of Directors of the Company or committee thereof, if invited.

**The Board recommends the Resolution as mentioned in the Notice for your approval. None of the Directors and / or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution.**

**Registered Office:**

Hongkong House

31, B. B. D. Bagh(s)

Kolkata – 700 001

Phone: 033- 2248 8891

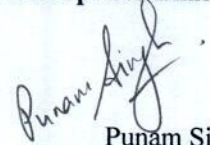
Fax: 033- 2243 7215

Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)

Website: [www.poddarheritage.com](http://www.poddarheritage.com)

CIN: L36993WB1995PLC069510

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



Punam Singh

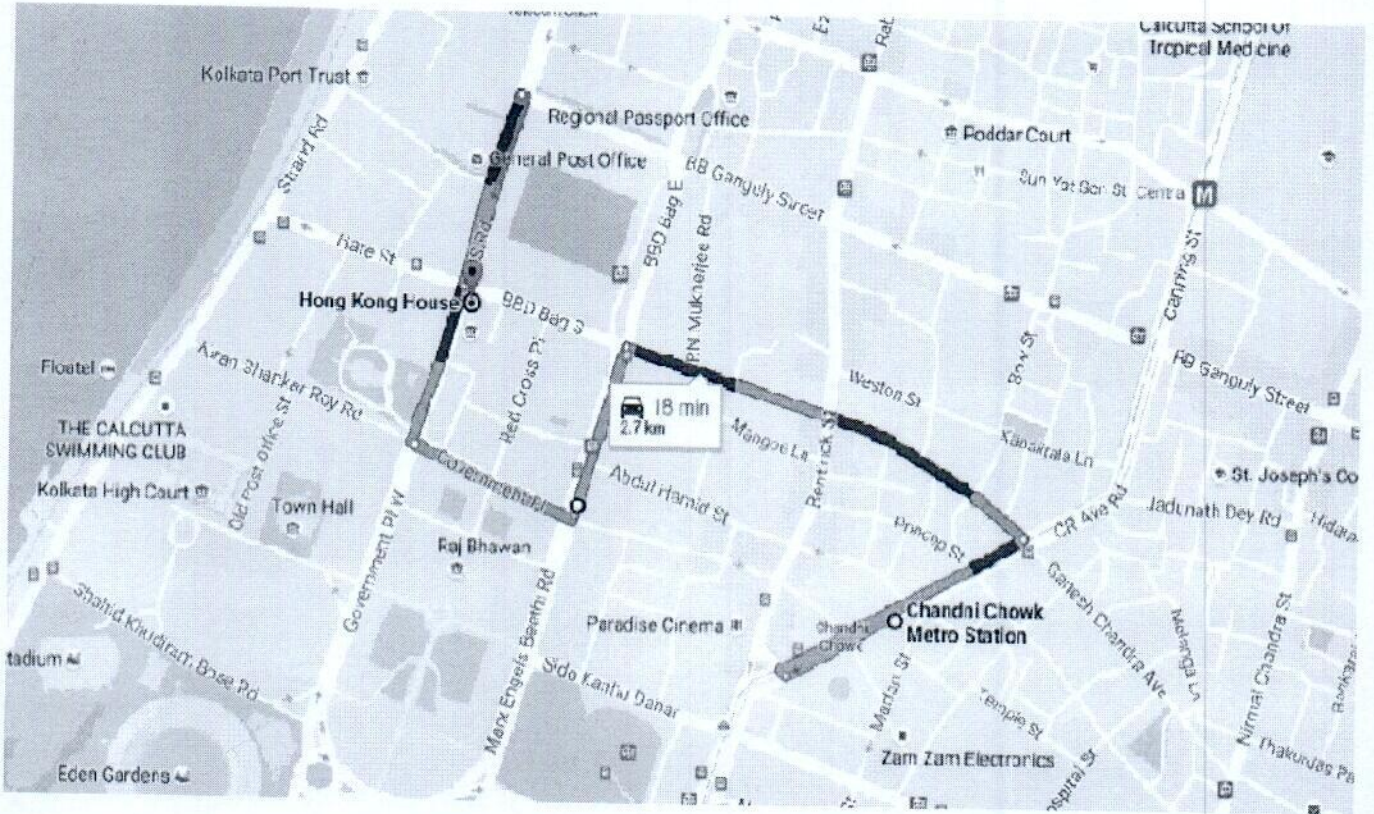
**Company Secretary**

ICSI Membership No: 38649

**Dated: 04<sup>th</sup> September, 2021**



# Route Map





Pursuant to provisions of the Companies Act, 2013, Mr. Akshay Poddar (DIN: 00008686) retires by rotation and is eligible for re-appointment.

As per Regulation 36 of the SEBI (LODR), Regulations, 2015, brief profile and information about the director is given below:

<b>Name</b>	Akshay Poddar		
<b>Date of Birth</b>	20.07.1976		
<b>Date of Appointment</b>	28.04.2001		
<b>DIN</b>	00008686		
<b>Qualification</b>	Graduate in Accounting & Finance from London School of Economics and Political Science, UK Master of Science in leadership and strategy from London Business School, UK OPM Executive Education Program from Harvard Business School, Boston.		
<b>Experience</b>	He is a dynamic person possessing good working experience on the affairs of the Company. He also has sound knowledge in capital markets		
<b>Directorship in other public limited Companies</b>		<b>Public Limited Companies</b>	<b>Nature of Interest</b>
	1	Lionel Edwards Ltd.	Director
	2	Lionel India Ltd.	Director
	3	Texmaco Infrastructure & Holdings Ltd.	Director
	4	Texmaco Rail & Engineering Ltd.	Director
	5	Zuari Agro Chemicals Ltd.	Director
	6	Mangalore Chemicals & Fertilizers Ltd.	Director
	7	YPO (Calcutta)	Director
	8	Indian Chamber of Commerce	Director
	9	The Fertiliser Association of India	Director
	10	Gobind Sugar Mills Ltd	Director
	11	Simon India Ltd	Additional Director
<b>Name of listed Companies in which director is Chairman/Member of Committee other than this Company</b>		<b>Name of the Company</b>	<b>Committee</b>
	1	Texmaco Infrastructure & Holdings Ltd	Audit Committee Investors/ Shareholders Grievance Share Transfer Committee Nomination & Remuneration Committee
	2	Texmaco Rail & Engineering Ltd	Investors/ Shareholders Grievance Share Transfer Committee Nomination & Remuneration Committee
	3	Zuari Agro Chemicals Ltd	Nomination & Remuneration Committee CSR Committee
	4	Gobind Sugar Mills Ltd	Nomination & Remuneration Committee

Shares of the Company held by Mr. Akshay Poddar either himself or for any other person on beneficial basis as on 31<sup>st</sup> March, 2021, is NIL.



ADVENTZ SECURITIES ENTERPRISES LIMITED

CIN: L36993WB1995PLC069510

Registered Office: "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata - 700001, West Bengal

E-Mail ID: corp@poddarheritage.com

Website: www.poddarheritage.com

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 : \_\_\_\_\_ failing him Signature : \_\_\_\_\_, or

(2) Name : \_\_\_\_\_ E-mail Id : \_\_\_\_\_  
Address : \_\_\_\_\_ failing him Signature : \_\_\_\_\_, or

(3) Name : \_\_\_\_\_ E-mail Id : \_\_\_\_\_  
Address : \_\_\_\_\_ Signature : \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37<sup>th</sup> Annual General of the Company, to be held on the Wednesday, 29th September, 2021, at 11:00 a.m. 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.

Resolution No.	Resolution	Type of Resolution	Vote (Optional :Please see Note 2) (Please mention no. of shares)	
			For	Against
1	Adoption of Standalone and Consolidated Financial Statements	Ordinary		
2	Appointment of Mr. Akshay Poddar as a director liable to retire by rotation	Ordinary		
3	Re-Appointment of Mr. Devendra Khemka as the Manager for a period of five years	Special		

Signed this \_\_\_\_\_ day \_\_\_\_\_ of 2021

Signature of shareholder (s)

Signature of the Proxy holder (s)

Affix Revenue stamp of Re. 1

Note:

1. 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
2. It is optional to indicate your preference. If you leave 'for' or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner he/she may deem appropriate.



**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**CIN: L36993WB1995PLC069510**

**Registered Office: "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata -700001, West Bengal**

**E-Mail ID: corp@poddarheritage.com**

**Website: www.poddarheritage.com**

**ATTENDANCE SLIP**

Full Name of the member/Proxy attending the meeting	
Member's Folio/DP ID/Client ID NO.	

I hereby record my presence at the THIRTY SEVENTH ANNUAL GENERAL MEETING of the Company being held at the Registered Office of the Company at "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata -700001, West Bengal on the 29<sup>th</sup> Day of September, 2021, Wednesday, at 11.00 a.m.

SIGNATURE OF THE ATTENDING MEMBER/PROXY

Notes:

1. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance, duly signed.
2. Shareholder/Proxy holder is requested to bring their copies of the Annual Report and Accounts with them to the Meeting.

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

The Company is providing remote electronic voting (e-voting) facility for the Resolutions contained in the Notice convening the Annual General Meeting on 29<sup>th</sup> September 2021. The procedure for e- voting has been mentioned in the aforesaid Notice. Your USER ID and Password for e- voting purposes are given below:

<b>ELECTRONIC VOTING SEQUENCE NUMBER (EVSN)</b>	<b>USER ID</b>	<b>PASSWORD</b>
	<b>YOUR DP ID/CLIENT ID/FOLIO NO.</b>	<b>USE YOUR EXISTING PASSWORD</b>



Dear Shareholders,  
4<sup>th</sup> September, 2021

**Submission of PAN details**

We request you to submit details of your **Income Tax Permanent Number (PAN)** as in terms of directive of Securities and Exchange Board of India, submission of these details by every participant in the Securities / Capital Market has become mandatory.

**Kindly return the slip appended below, duly filled in and signed with self-attested copies of PAN cards of all holders including joint holders, to the Company or the RTA. If you are holding shares in electronic form, please furnish these details to your Depository Participant.**

In case you have already submitted the PAN details, kindly ignore this letter.

For ADVENTZ SECURITIES ENTERPRISES LIMITED

**Punam Singh**  
Company Secretary  
ACS: 38649

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Date : \_\_\_\_\_

To  
**Zuari Finserv Limited**  
Unit : Adventz Securities Enterprises Limited  
Corporate One, First Floor, 5 Commercial Centre,  
Jasola, New Delhi - 110025

Dear Sir,

**Unit : Adventz Securities Enterprises Limited**

I/We furnish below our folio details along with PAN and Bank Account details for updation and confirmation of doing the needful. I/We are enclosing the self-attested copies of PAN Cards, original cancelled cheque leaf with name (if name is not printed, self-attested copy of the first page of the pass book of the bank) and address Proof viz., Aadhaar Card of all the shareholder(s), for the said purpose.

Folio No.	
Address of the 1st named shareholder as per the share certificate	
Mobile No.	
E-Mail ID	

**Bank Account Details : (for electronic credit of all future dividends)**

Name of the Bank			
Name of the Branch			
Account Number (as appearing in your cheque book)			
Account Type (Saving/Current/Cash Credit)	<b>Saving</b>	<b>Current</b>	<b>Cash Credit</b>
( Digit MICR Number (as appearing on the MICR cheque issued by the bank). Please enclose a photocopy of a cheque for verification			
Digit IFSC Code			

	PAN	Name	Signature
First Holder :			
Joint Holder 1:			
Joint Holder 2:			

Date :  
Place :