

## ADVENTZ SECURITIES ENTERPRISES LIMITED

### NOTICE

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of the Shareholders of Adventz Securities Enterprises Limited will be held on Friday, 16<sup>th</sup> August, 2013 at 12:30 p.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:

#### As an Ordinary Business

1. To receive and adopt the Audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March 2013 and the Balance Sheet as at that date together with the Reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Mr. Piyush Kumar Khetan who retires by rotation and is eligible for re-appointment.
3. To appoint a Director in place of Mr. Gaurav Agarwala who retires by rotation and is eligible for re-appointment.
4. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass , with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT M/s Chhawachharia & Company, Chartered Accountants (Firm Registration Number 302137E) be and are hereby appointed as Auditors of the Company from the conclusion of this meeting to the conclusion of next Annual General Meeting on remuneration to be fixed by the Board of Directors.”

#### As a Special Business

5. To consider and if thought fit, to pass with or without modification, if any, the following Resolution :

#### As an Ordinary Resolution

“RESOLVED THAT pursuant to section 257 and other applicable provisions, if any, of the Companies Act, 1956, Mr. Kunal Agrawala, who was appointed as an Additional Director with effect from 04<sup>th</sup> March, 2013 on the Board of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

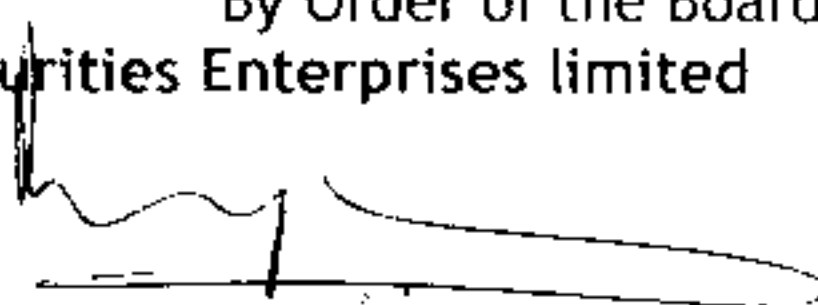
6. To consider, and if thought fit, to pass with or without modification the following resolution as a **Special Resolution** :

**As a Special Resolution**

“RESOLVED THAT consent of the Company be and is hereby granted for appointment of Zuari Investments Limited as new Registrar and Transfer Agent of the Company.”

**Registered Office:**  
Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata - 700 001

By Order of the Board  
For Adventz Securities Enterprises limited



Akshay Poddar  
Director

**Dated: 6<sup>th</sup> May, 2013**

**NOTES:**

1. *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his/her stead 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.*
2. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 1<sup>st</sup> August, 2013 to Friday, 16<sup>th</sup> August, 2013 (both days inclusive)
3. Members are requested to intimate directly to the Company's Registrar and Share Transfer Agent M/s. MCS Limited, 77/2, Hazra Road, Kolkata - 700 029 :
  - 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) request for nomination forms for making nominations as per amended provisions of the Companies Act, 1956.
  - f) to send their email address for forwarding all communication on mail as per green initiatives of Ministry of Corporate Affairs
4. 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.

5. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of special business under item number 5 as annexed

**Registered Office:**  
Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata - 700 001

By Order of the Board  
For Adventz Securities Enterprises limited



Akshay Poddar  
Director

Dated: 6th May, 2013

**Adventz Securities Enterprises Limited**

**Annexure to the Notice**

**Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956**

**Item No.5**

Mr. Kunal Agrawala was appointed as Additional director on the Board w.e.f. 04<sup>th</sup> March, 2013. His tenure will expire in this Annual General Meeting.

The Company has received a notice in writing from a member pursuant to the provisions of Section 257 of the Companies Act, 1956, signifying intention to propose Mr. Kunal Agarwala for the office of Director (Independent Director). Mr. Kunal Agarwala, if appointed, will be liable to retire by rotation.

His brief resume, inter-alia, giving nature of expertise in specific functional area are provided elsewhere which forms part of the Annual Report.

**Item No.6**

MCS Limited is existing Registrar and Transfer Agents of the Company. In view of their restructuring it is desirable to change the Registrar and Zuari Investments Limited who have earlier sent their consent to act as Registrar and Transfer Agents of the Company be and is hereby recommended. Further Zuari Investments Limited is subsidiary of Zuari Global Limited, a group company and is well equipped to provide better services to the Shareholders of the Company.

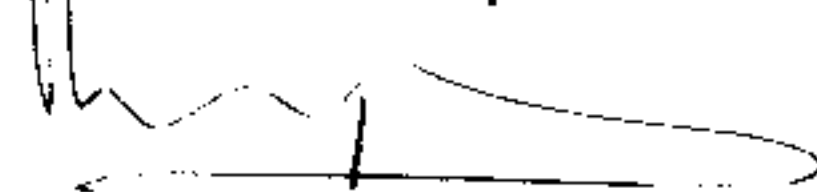
Mr. Akshay Poddar and Mrs Puja Poddar, Director of the Company and their immediate relatives may be concerned or interested in passing of this resolution.

Your directors recommend the Special Resolution for your approval.

**Registered Office:**  
Hongkong House  
31, B. B. D. Bagh(s)  
Calcutta - 700 001

**Dated: 6<sup>th</sup> day of May, 2013**

By order of the Board  
For Adventz Securities Enterprises Limited



**Akshay Poddar  
Director**