



## **ADVENTZ SECURITIES ENTERPRISES LIMITED**

CIN: L36993WB1995PLC069510

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

Website: [www.poddarheritage.com](http://www.poddarheritage.com); Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)

Tel: 033- 2248 8891 Fax: 033- 2243 7215

### **NOTICE TO THE SHAREHOLDER**

**NOTICE** is hereby given that the Forty First (41<sup>st</sup>) Annual General Meeting ('AGM') of the members of Adventz Securities Enterprises Limited will be held on **Friday, 26<sup>th</sup> September, 2025, at 03.00 P.M.** through **Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM')** to consider and transact the businesses as set out in the Notice convening the AGM., to transact the following business. The Venue of the meeting shall be deemed to be the registered office of the Company at Hongkong House, 31, B. B. D. Bagh(s), Kolkata – 700 001:

#### **ORDINARY BUSINESS:**

##### **ITEM NO. 1**

**To receive, consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended march 31, 2025 together with the reports of auditors thereon and board of directors:**

To consider and, if thought fit, to pass the following resolutions as an **Ordinary Resolution:**

**“RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2025 including Audited Balance Sheet for the year ended 31st March, 2025, along with the Statement of Profit and Loss Account and the Cash Flow Statement together with schedules and notes thereon for the year ended on that date and the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted.

**RESOLVED FURTHER THAT** the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2025, including Audited Consolidated Balance Sheet for the year ended 31st March, 2025, along with the Consolidated Statement of Profit and Loss Account and the Cash Flow Statement together with schedules and notes thereon for the year ended on that date and the Report of the Auditors thereon, be and are hereby received, considered and adopted.”

##### **ITEM NO. 2**

**To appoint a director in place of Mrs. Shradha Agarwala (DIN: 01203800), who retires by rotation and being eligible, offers herself for re-appointment.**

To consider and, if thought fit, to pass the following resolutions as an **Ordinary Resolution:**

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Shradha Agarwala (DIN: 01203800), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

### **ITEM NO. 3**

#### **To revise the remuneration of M/s. Chaturvedi & Company, Chartered Accountants, the Statutory Auditors of the Company**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendations of the Audit Committee and the Board of Directors, the remuneration payable to M/s. Chaturvedi & Company, Chartered Accountants (Firm Registration No. 302137E), Statutory Auditors of the Company which was fixed at the 38th Annual General Meeting of the Company held on 19th September, 2022 for a period of 5 years, be and is hereby revised effective from Financial year 2025-26 for remaining period of its tenure as set out in the Explanatory Statement annexed to this notice.

**RESOLVED FURTHER THAT** the Board, including the Audit Committee of the Board or any other person(s) authorized by the Board in this regard, be and are hereby severally authorized on behalf of the Company, to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for such purpose and with the power to the Board to settle all questions, difficulties or doubts that may arise in the regard to the implementation of the aforesaid Resolution, including but not limited to negotiating, finalising, amending, signing, delivering, executing the terms of appointment, including any contract or document in this regard, without being required to seek any further consent or approval of the Members of the Company.”

### **SPECIAL BUSINESS:**

#### **ITEM NO. 4**

#### **To appoint Mr. Rohit Kumar, Practicing Company Secretary as the Secretarial Auditor of the Company for a term of five consecutive years**

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 179, 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, if any, the relevant circulars issued by SEBI (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for the appointment of Mr. Rohit Kumar (ACS: 54039/COP No.: 26603), Practicing Company Secretary as Secretarial Auditor of the Company for a term of 5 consecutive financials years commencing from FY 2025-26 and ending with the financial year FY 2029-30 to undertake secretarial audit and issue the secretarial audit report for the aforesaid period, at a remuneration and other terms and conditions as mentioned in explanatory statement annexed with this notice.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors (including its committees thereof) of the Company be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable including but not limited to filing necessary forms and documents with statutory authorities for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution and revise/review the remuneration in consultation with the Audit Committee during the course of his appointment tenure as sectorial auditor of the company.”

## **ITEM NO. 5**

### **Approval for Material Related Party Transactions**

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT**, pursuant to the provisions of Section 188 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, and in terms of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (“SEBI Master Circular”), and such other applicable provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Company’s Policy on Materiality of and Dealing with Related Party Transactions, and based on the recommendation of the Audit Committee and the Nomination and Remuneration Committee, the approval of the Members be and is hereby accorded to the Company for the remuneration paid/payable to Mr. Devendra Khemka, Manager & Chief Financial Officer and one of the Key Managerial Personnel of the Company, who qualifies as a related party under Section 2(76) of the Companies Act, 2013, amounting to a value not exceeding ₹90 lakhs (Rupees Ninety Lakhs only), along with other terms and conditions as set out in the Explanatory Statement annexed to this Notice, for the financial year 2025–26 and up to the conclusion of the Annual General Meeting to be held for the financial year ending March 31, 2026 (the “RPT Period”), in the ordinary course of business.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution, including determining the manner of payment of such remuneration, finalising, executing and delivering any agreements, documents, undertakings or instructions, and resolving any questions, difficulties, or doubts that may arise in this regard.”

**Registered Office:**

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31, B. B. D. Bagh(s)  
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CIN: L36993WB1995PLC069510

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

Sd/-  
**Devendra Khemka**  
Manager & Chief Financial Officer

**Dated: August 28, 2025**

**Place: Kolkata**

## **NOTES:**

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ('Act'), setting out the material facts concerning the business with respect to Item No(s)., 4 and 5 forms part of this Notice. Further, relevant information pursuant to Regulation(s) 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and disclosure requirements in terms of Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice.

The Board of Directors of the Company at its meeting held on 28th August, 2025 considered that the special businesses as specified in the Notice convening the meeting under Item Nos. 5 being considered unavoidable, be transacted at the Forty First Annual General Meeting

Additional information, pursuant Regulation 36(5) to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended with respect to increase in remuneration of the Statutory Auditors of the Company, as proposed under Item No. 3 of this Notice under Ordinary Business, is also provided in the Explanatory Statement.

2. Pursuant to General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA), and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 (collectively referred to as "the Circulars"), companies are allowed to hold their Annual General Meetings (AGMs) through video conferencing (VC), without the physical presence of members at a common venue. Accordingly, the AGM of the Company is being conducted via VC in compliance with these Circulars. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at Hongkong House, 31, B.B.D. Bagh(s) Kolkata-700001.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM for all shareholders on first come first serve basis. This will not include large Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.poddarheritage.com](http://www.poddarheritage.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. CSE Limited and MSEI Limited. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
8. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
9. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024 or 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.
10. **SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
11. Additional information, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India, in respect of the Directors seeking appointment / re-appointment at this AGM are given in Annexure to the Notice of 41<sup>st</sup> AGM.
12. All documents referred in accompanying Notice and Explanatory Statement and other statutory documents will be available for Inspection in electronic mode and members may write to the company specifying the document by mail at [cs.asel@poddarheritage.com](mailto:cs.asel@poddarheritage.com) and [corp@poddarheritage.com](mailto:corp@poddarheritage.com)

The shares of the company can be dematerialized under ISIN: INE810E0106 In terms of SEBI Circular, physical shares cannot be transferred on or after 01.04.2019. Members are requested to dematerialize the shares for operational convenience.
13. The Securities and Exchange Board of India vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025 ("Circular") has facilitated mechanism for a "Special Window for Re-lodgement of Transfer Requests of Physical Shares" and accordingly all physical share transfer deeds lodged for transfer with the Company or its Registrar and Transfer Agent (RTA) prior to discontinuation of physical mode of transfer, i.e., April 01, 2019 and rejected/returned by the Company/RTA due to deficiency in the documents and was required to be re-lodged with requisite documents on or before the cut-off date fixed for re-lodgement of such transfer deeds, i.e., March 31, 2021; have been provided with an opportunity to re-lodge the same with the Company/RTA during a special window period of six months from July 07, 2025 till January 06, 2026. During this period, the securities that are re-lodged for transfer (including those requests that are pending with the listed company / RTA, as on date) shall be issued only in demat mode. However, due process shall be followed for such transfer-cum-demat requests. For further details you may contact the Company Secretary of the Company or the Registrar and Transfer Agent of the Company. A copy of the Circular is also available on the website of the Company at [www.poddarheritage.com](http://www.poddarheritage.com).
14. Shareholders are informed that in terms of the provisions of the Listing Regulations, the Company is required to intimate the Stock Exchanges the details of the agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company or of its holding, subsidiary or associate company, among themselves

or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements. Accordingly, it is hereby advised to the shareholders to inform the Company about any such agreement to which the Company is not a party, within two working days of entering into such agreements or signing an agreement to enter into such agreements. The Company will inform the details of such agreements to the Stock Exchanges on it becoming aware of it within the prescribed timelines.

*[Explanation: For the purpose of this clause, the term 'directly or indirectly' includes agreements creating an obligation on the parties to such agreements to ensure that the listed entity shall or shall not act in a particular manner.]*

**15. Mandatory furnishing of KYC details and nomination by holders of physical securities:**

SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 and Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 has prescribed certain mandatory provisions with regard to “Common and Simplified Norms for processing investor’s request by RTAs and norms for furnishing PAN, KYC details and Nomination”, where the shares are held in physical mode. The said SEBI circular prescribes following norms, in case the shares are held in physical mode:

- i. Common and simplified norms for processing any service request from the holder, pertaining to the captioned items, by the RTAs.
- ii. Mandatory furnishing of PAN, KYC details and Nomination by holders of physical securities.
- iii. Freezing of folios without valid PAN, KYC details and Nomination
- iv. The Company has also uploaded the followings on the website of the Company at [www.poddarheritage.com](http://www.poddarheritage.com) as per SEBI circular:
  - i. Form No. ISR-1-request for registering PAN, KYC details or changes / updation thereof.
  - ii. Form No. ISR-2-confirmation of signature of securities holder by the Banker.
  - iii. Form No. ISR-3-declaration form for opting-out of nomination by holders of physical securities in listed companies.
  - iv. Form No. SH-13-nomination form.
  - v. Form No. SH-14-cancellation or variation of nomination.

Further, the contact details of the Company and RTA are also available on the website of the Company at [www.poddarheritage.com](http://www.poddarheritage.com)

16. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, 19th September, 2025 to Friday, 26th September, 2025** (both days inclusive).
17. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company held on the cut-off date of **18th September, 2025**.
18. Mr. A. K. Labh, Practicing Company Secretary ( FCS : 4848 / CP : 3238 ) of M/s. A. K. Labh & Co., Company Secretaries, Kolkata 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](mailto:aklabhcs@gmail.com)
19. The Scrutinizer shall within a period not exceeding 48 hrs. from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
20. The Results shall be declared within **Two (2) Working Days** of 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](http://www.poddarheritage.com) and on the website of CDSL within two (2) working days of passing of the

resolutions at the AGM of the Company. On receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the Annual General Meeting.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

- (i) The e-voting period begins on **Monday, 22<sup>nd</sup> September, 2025 at 09:00 AM (IST)** and ends on **Thursday 25<sup>th</sup> September, 2025, at 05:00 PM (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Thursday, 18<sup>th</sup> September, 2025**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) 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 abovesaid 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 <b>CDSL Depository</b> | <ol style="list-style-type: none"> <li>1) 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 users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) 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, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) 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. 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.</li> </ol> |
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <ol style="list-style-type: none"> <li>1) 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.nsdl.com">https://eservices.nsdl.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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 your User ID (i.e. your sixteen digit demat account number</li> </ol>  |



|  |  |
|--|--|
|  | <p>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 &amp; voting during the meeting.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b> | <p>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 &amp; voting during the meeting.</p>  |

**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 <b>CDSL</b> | 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 toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | 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 : 022 - 4886 7000 and 022 - 2499 7000                  |

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

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) 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 e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

|  | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>   |
|--|--|
| PAN  | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |
| Dividend Bank Details<br><b>OR</b> Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>                 |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **<ADVENTZ SECURITIES ENTERPRISES LIMITED>** on which you choose to vote.

- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and 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 linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Autorised Signatory or Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) (designated email address by company) and if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same. Please note that in case of Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.), furnishing of the Board Resolution/Authority Letter or Power of Attorney, in any mode as mentioned hereinabove is mandatory and in lack of it, the vote would be considered invalid by the Scrutinizer.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting, i.e., by 5:00 PM IST on or before 18<sup>th</sup> September, 2025 mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs.asel@poddarheritage.com](mailto:cs.asel@poddarheritage.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

Members are requested to notify immediately any change in their address and also intimate their active Email ID to their respective Depository Participants (DP) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent of the Company i.e. M/S Zuari Finserv Limited, Plot No. 2, Zamruddpur Community Centre, Kailash Colony Extension, New Delhi – 110048, Tel no. +91-011-46474000 and to the Company at the email address viz; [cs.asel@poddarheritage.com](mailto:cs.asel@poddarheritage.com) to receive the soft copy of all communication and notice of the meeting etc. of the company.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective **Depository Participant (DP)** which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

### **ITEM NO. 3**

The shareholders of the Company in their meeting held on 19th September, 2022 has re-appointed M/s. Chaturvedi & Company, Chartered Accountants (Firm Registration No. 302137E) as the Statutory Auditors of the Company for a period of five years till the conclusion of the 43rd AGM at an annual remuneration of ₹ 2,80,000 (Rupees Two Lakh and Eighty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses payable to the Statutory Auditors.

In accordance with the provisions of Section 142 of the Act read with the Companies (Audit and Auditors) Rules, 2014 and the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to the Statutory Auditors of the Company be fixed in the General Meeting and the proposed fees payable to the Statutory Auditors shall be included in the explanatory statement to the Notice.

The Audit Committee in its meeting held on 28th August, 2025, considering the amount of time spent and nature of expertise offered by the Statutory Auditors of the Company has recommended to increase the remuneration of Statutory Auditors from ₹ 2,80,000 (Rupees Two Lakh Eighty Thousand only) to ₹ 3,50,000 (Rupees Three Lakh Fifty Thousand only) plus applicable taxes, payable to the Statutory Auditors of the Company. The Board of Directors have also at its meeting held on 28th August, 2025 approved the increase in remuneration of statutory auditors as stated above

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in Resolutions set out at Item No. 3.

The Board recommends this Resolution for your approval.

### **ITEM NO. 4**

Securities and Exchange Board of India (“SEBI”) vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 dated December 12, 2024, has amended Regulation 24A of SEBI Listing Regulations. As per the said amendment to Regulation 24A of the SEBI Listing Regulations, which came into effect from 01 April 2025, the appointment of Secretarial Auditor shall be approved by the Members at the AGM of the Company and the tenure of the Secretarial Auditor in case of an individual Company Secretary in Practice, should be for a maximum of one (1) term of five (5) consecutive years or in case of a Firm of Company Secretaries in Practice, for a maximum of two (2) terms of five (5) consecutive years. However, any association of the individual or the firm as the Secretarial Auditor of the listed entity before 31 March 2025 shall not be considered for the purpose of calculating the tenure under Regulation 24A of the SEBI Listing Regulations.

Pursuant to the above requirement, the Board at its meeting held on 08th August 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the

Members of the Company the appointment of “Mr. Rohit Kumar”, Practicing Company Secretary (Membership No. A54039, COP No. 26603) a peer reviewed PCS, as Secretarial Auditor of the Company for a period of five consecutive financial years, i.e. from financial year 2025-26 to financial year 2029-30 in terms of Regulation 24A of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/ 2024/185 dated December 31, 2024 (“SEBI Circular”) read with provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The appointment is subject to shareholders’ approval at the AGM.

After evaluating all proposals and considering various factors such as independence, industry experience, technical skills, geographical presence, audit team, audit quality reports, etc., Mr. Rohit Kumar, has been recommended to be appointed as the Secretarial Auditors of the Company. The authority to decide the remuneration for the balance period of the tenure has been delegated to the Board of Directors which shall be decided mutually by them and the secretarial auditor.

The Company has received written consent from Mr. Rohit Kumar certificate that he satisfy the qualification criteria provided under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 (“SEBI Circular”) and that the appointment, if made, shall be in accordance with the applicable provisions of the Act, Rules framed thereunder, SEBI Listing Regulations, SEBI Circular and other applicable circulars, if any, in this regard. The firm has agreed to the said appointment, and confirmed that their appointment, if made, would be within the limits specified under the Act. They have further confirmed that they are eligible for the proposed appointment as Secretarial Auditor of the Company and have not incurred any of the disqualifications as specified vide the said SEBI Circular.

While recommending Mr. Rohit Kumar for appointment, the Board and the Audit Committee evaluated various factors, including the firm’s capability to handle a diverse and complex business environment, its existing experience in the Company’s business segments, its industry standing, the clientele it serves, and its technical expertise. Mr. Rohit Kumar was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

#### **Brief Profile & Credentials.**

Mr. Rohit Kumar, Proprietor, is a seasoned professional with over six years of rich and diverse experience in Company Law, SEBI Regulations, and the Capital Markets. He has developed in-depth expertise in corporate compliance, regulatory advisory, and strategic consulting. Mr. Kumar has been instrumental in guiding numerous prominent business houses in the private sector, along with select public sector organizations, by offering high-level corporate consultancy services. His pragmatic approach, combined with strong technical knowledge, has positioned him as a trusted advisor in the corporate governance and regulatory landscape.

#### **Terms of Appointment:**

Appointment is proposed for a period of 5 (five) consecutive financial years, i.e. from financial year 2025- 26 to financial year 2029-30, subject to approval of the Members of the Company in the forthcoming 41st AGM of the Company, as Secretarial Auditor of the Company at a remuneration of Rs. 50,000/- p.a. excluding GST plus out of pocket expenses at actuals, for each financial year subject to revision as mutually agreed between the Board and the Secretarial Auditors in due course during the tenure of appointment. The proposed fees are determined based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmarks.

Considering the expertise and profile of the firm, the resolution for appointment of the firm is proposed for approval of the members of the Company.

Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with the Secretarial Auditor and will be subject to approval by the Board of Directors and/or the Audit Committee. The remuneration for the subsequent years from 2026-27 to 2029-30 will also be approved by the Board and/ or the Audit Committee.

| Sl. No. | Particulars of the information  | Information provided by the management |
|---------|---|--|
| 1       | Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: | KMP/CFO                                |
|         | a. Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.  | NA                                     |
|         | b. Whether the related party is a partnership firm or a sole proprietorship concern or a body   | NA                                     |

|  |   |     |
|--|---|-----|
|  | <p>corporate without share capital, the capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</p> <p>c. Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</p> | NIL |
|--|---|-----|

**c. Details of previous transactions with the related party**

| Sl. No. | Particulars of the information  | Information provided by the management |                        |                   |   |   |             |  |  |  |     |
|---------|---|--|------------------------|-------------------|---|---|-------------|--|--|--|-----|
| 1       | <p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table border="1"> <tr> <th>Sl. No.</th><th>Nature of Transactions</th><th>F.Y 2023-24 (INR)</th></tr> <tr> <td>1</td><td>Remuneration to KMP other than Promoter</td><td>78.60 Lakhs</td></tr> <tr> <td></td><td></td><td></td></tr> </table> | Sl. No.                                | Nature of Transactions | F.Y 2023-24 (INR) | 1 | Remuneration to KMP other than Promoter | 78.60 Lakhs |  |  |  | NIL |
| Sl. No. | Nature of Transactions  | F.Y 2023-24 (INR)                      |                        |                   |   |   |             |  |  |  |     |
| 1       | Remuneration to KMP other than Promoter   | 78.60 Lakhs                            |                        |                   |   |   |             |  |  |  |     |
|         |   |  |                        |                   |   |   |             |  |  |  |     |
| 2       | Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.  | Rs. 22.95 Lakhs Upto 31/07/2025        |                        |                   |   |   |             |  |  |  |     |
| 3       | Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.  | NIL                                    |                        |                   |   |   |             |  |  |  |     |

**d. Amount of the proposed transaction(s)**

| Sl. No. | Particulars of the information   | Information provided by the management |
|---------|--|--|
| 1       | Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders  | Not exceeding INR 90.00 Lakhs*         |
| 2       | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? | YES                                    |
| 3       | Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year  | 11.19%                                 |



|                  |  |             |             |          |    |                  |           |    |
|------------------|--|-------------|-------------|----------|----|------------------|-----------|----|
| 4                | Value of the proposed transactions as a percentage of the subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)                       | NA          |             |          |    |                  |           |    |
| 5                | Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) turnover for the immediately preceding financial year, if available | NA          |             |          |    |                  |           |    |
| 6                | <div>Financial performance of the related party for the immediately preceding financial year:</div> <table><tr><td>Particulars</td><td>F.Y 2023-24</td></tr><tr><td>Turnover</td><td rowspan="3">NA</td></tr><tr><td>Profit after Tax</td></tr><tr><td>Net Worth</td></tr></table>     | Particulars | F.Y 2023-24 | Turnover | NA | Profit after Tax | Net Worth | NA |
| Particulars      | F.Y 2023-24  |             |             |          |    |                  |           |    |
| Turnover         | NA   |             |             |          |    |                  |           |    |
| Profit after Tax |  |             |             |          |    |                  |           |    |
| Net Worth        |  |             |             |          |    |                  |           |    |

\* excluding the payments related to contribution towards provident fund, gratuity, leave encashment and other amenities as per the rules and regulations of the Company.

**e. Basic details of the proposed transaction**

| Sl. No. | Particulars of the information   | Information provided by the management  |
|---------|--|---|
| 1       | Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)   | Remuneration to KMP other than Promoter   |
| 2       | Details of each type of the proposed transaction   | NA  |
| 3       | Tenure of the proposed transaction   | During the financial year 2025-2026 and upto AGM of the financial year ended 31 <sup>st</sup> March, 2026   |
| 4       | Whether omnibus approval is being sought?  | NO  |
| 5       | Value of the proposed transaction during a financial year.<br>If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year year-wise. | During the financial year 2025-2026 and upto AGM of the financial year ended 31 <sup>st</sup> March, 2026   |
| 6       | Justification as to why the RPT's proposed to be entered into are in the interest of the listed entity   | Mr. Khemka is in employment of the Company since 01/04/2009 and his payment commensurate to his expertise and long association with the Company and is in best industrial practice and norms. |
| 7       | Details of the promoter(s)/ director(s)/ key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly  |   |

|   |  |                                |
|---|--|--------------------------------|
|   | a. Name of the Director/KMP<br>b. Shareholding of the Director/KMP, whether direct or indirect, in the related party | Mr. Devendra Khemka<br><br>NIL |
| 8 | A copy of the valuation report or other external party report, if any, shall be placed before the Audit Committee    | NA                             |
| 9 | Other information relevant for decision making   | NIL                            |

None of the Directors or Key Managerial Personnel and/ or their relatives in any way, financially or otherwise, is interested or deemed to be interested in the proposed resolution.

The Directors propose the resolution for your approval.

**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**

Sd/-  
**Devendra Khemka**  
Manager & Chief Financial Officer

**Dated: 28<sup>th</sup> August, 2025**

**Place: Kolkata**

## **ANNEXURE TO ITEM NO. 2 OF THE NOTICE**

Details of Director seeking appointment/ re-appointment/ any change in terms at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Secretarial Standard on General Meeting]

|  |  |
|--|--|
| Name of the Director   | Mrs. Shradha Agarwala  |
| Category   | Non - Executive Non – Independent Director   |
| Age (in years)   | 55   |
| Date of Birth  | 04/08/1970   |
| DIN  | 01203800   |
| Qualification  | Mrs. Shradha Agarwala is the Whole time Director of Premium Exchange & Finance Limited and also holding directorship in various companies viz. Master Exchange & Finance Limited, Duke Commerce Limited, Birla Constructions Limited, Animark Enterprises Private Limited, Greenland Trading Private Limited, Indrakshi Trading Company Private Limited etc. She is the trustee of various trusts which are involved in providing educational assistance to the poor children, medical relief, food, cloth and shelter to the poor and needy people. |
| Date of first Appointment on Board   | 13/02/2020   |
| Expertise in specific functional areas/Profile   | Mrs. Shradha Agarwala in on the Board of NBFC Companies for more than 10 years and hence possess great experience in general business management of the Company.   |
| Terms and conditions of appointment /re-appointment  | Liable to retire by rotation. No Remuneration is paid to Non-Executive Non-Independent Director.   |
| Details of remuneration sought to be paid  | No remuneration to be paid   |
| Remuneration last drawn  | NIL  |
| Shareholding in the Company  | NIL  |
| Relationship with other Directors/KMP  | Gaurav Agarwala (Spouse)<br>Akshay Poddar (Brother)  |
| Directorship held in other Public Companies  | Master Exchange & Finance Limited – Director<br>Premium Exchange & Finance Limited - Wholetime Director<br>Duke Commerce Limited – Director<br>Syndak Tea Tech Limited – Director<br>Birla Constructions Limited – Director  |
| Chairman/Member of the Committee in which she is a Director apart from this Company            | Master Exchange & Finance Limited – Audit Committee – Member<br>Master Exchange & Finance Limited – Nomination & Remuneration Committee – Member<br>Premium Exchange & Finance Limited – Audit Committee – Member<br>Premium Exchange & Finance Limited – Nomination & Remuneration Committee – Member<br>Duke Commerce Limited – Audit Committee – Member<br>Duke Commerce Limited – Nomination & Remuneration Committee – Member<br>Duke Commerce Limited – Stakeholder Relationship Committee – Member  |
| Number of Board meetings attended during FY 2024-25  | Six (6) and sitting fees of Rs. 10,000/- per meeting has been paid to her  |
| Details of Listed Companies from which the Director resigned during the last 3 financial years | NIL  |

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.

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

Mr. --  
Director  
DIN: --

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

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

To  
**Zuari Finserv Limited**  
Plot No. 2, Zamrudpur Community Centre  
Kailash Colony Extension  
New Delhi - 110048

**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   |               |  |  |  |  |                |  |  |  |  |                    |  |  |  |  |
| <b>Bank Account Details : (for electronic credit of all future dividends)</b>   |               |  |  |  |  |                |  |  |  |  |                    |  |  |  |  |
| 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: