

# SMART FINSEC LIMITED

Registered Office:- F-88, IIND FLOOR, INDUSTRIAL POCKET,  
DISTRICT CENTRE WEST DELHI, RAJA GARDEN, NEW DELHI-110027  
Phone:-011- 25167071, Email Id:-smartfinsec@gmail.com  
CIN:- L74899DL1995PLC063562

**Notice** is hereby given that the 21<sup>st</sup>Annual General Meeting of the Company will be held on **Friday 30<sup>th</sup>** September,2016 at 9.30 A.M.at F-88,IIndFloor, Industrial Pocket, DistrictCentre,WestDelhi,RajaGarden,NewDelhi-110027 to transact the following businesses:

## ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon;

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

“RESOLVED THAT Mrs. Raman Khera (DIN: 00055728)Director, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company”.

3.To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, as amended from time to time, M/S A. Mohan & Co., Chartered Accountants (Firm Registration No. : 017403Nbe and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company, on such remuneration as may be fixed in this behalf by the Board of Directors of the Company”.

Place: New Delhi  
Date: 02/09/2016

*For and on behalf of the Board of Directors*  
For Smart Finsec Limited

Sd/-  
(Priyanka Sharma)  
Company Secretary

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERALMEETING(AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, IF ANY,INSTEAD OF HIMSELF/HERSELFAND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.THE PROXY FORM DULY COMPLETED AND SIGNED MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE AGM. BLANK ATTENDENCE SLIP, PROXY FORM AND ROUTE MAP OF THE VENUE OF THE MEETING IS ATTACHED.**

- A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than (10%) ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The Register of Members and Share Transfer Books of the Company will remain close from Monday, September 26, 2016 to September 30, 2016 (both days inclusive).

3. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10days before the meeting so as to enable the management to keep the information ready.

**4. Members are requested to:**

- a. note that copies will not be distributed at the AGM and they will have to bring their copies of Annual Report;
- b. bring the Attendance Slip at the venue duly filled-in and signed for attending the meeting, as entry to venue of AGM will be strictly on the basis of the Entry Slip, which will be available at the meeting venue;
- c. quote their Folio / Client ID & DP ID Nos. in all correspondence with the Company / R&TA;
- d. Note that no gifts / coupons will be distributed at the AGM.

5. Members who hold shares in physical are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

6. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to write to R & T Agent of the Company in Form SH-13 as prescribed in the Companies (Share Capital and Debentures) Rules, 2014. Blank Nomination form is available at the registered office of the company. In case of shared held in dematerialized form, the nomination form has to be lodged directly with the respective Depository Participant (DP

## 7. Process and manner for members opting for voting through Electronic means:

- i. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (LODR) Regulation, 2015 and Secretarial Standards on General Meeting issued by ICSI, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of National Securities Depository Limited ("remote e-voting"). Those Shareholders who do not opt to cast their vote through e-voting, may opt their ballot process at the AGM.
- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. September 23, 2016, shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. September 23, 2016, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper at the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on Tuesday, September 27, 2016 at 9.00 a.m. and will end on Thursday, September 29, 2016 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. September 23, 2016, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The facility for voting through Poll Paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting through Poll Paper. The members who have already cast their vote by remote e-voting prior to the meeting, may also attend the meeting, but shall not be entitled to cast their vote again.
- vii. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. September 23, 2016.
- viii. The Company has appointed CS Pawan Kumar Mishra, Practicing Company Secretary (Membership No. FCS: 4305; CP No: 16222), to act as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner.
- ix. The procedure and instructions for remote e-voting are, as follows:

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file “**e-Voting.pdf**” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (In case you are holding shares in physical mode) as password, which contains your “User ID” and “Password for e-voting”. Please note that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for e-voting
2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
3. Click on “Shareholder - Login”.
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
6. Home page of remote “e-Voting” opens. Click on e-Voting: Active Voting Cycles.
7. Select “EVEN” of (**Smart Finsec Ltd.**) Members can cast their vote online from **September27, 2016 (9:00 am)**till **September29, 2016(5:00 pm)**.

**Note: e-Voting shall not be allowed beyond said time.**

8. Now you are ready for “e-Voting” as “Cast Vote” page opens.
9. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm”, when prompted.
10. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also 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) who are authorized to vote, to the Scrutinizer through e-mail ([pkmishra59@yahoo.com](mailto:pkmishra59@yahoo.com)) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith

Other information:

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- Please note that if you have opened 3-in-1 account with ICICI Group i.e. bank account and demat account with ICICI Bank Limited and trading account with ICICI Securities Limited, you can access e-Voting website of NSDL through their website viz.; [www.icicidirect.com](http://www.icicidirect.com) for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website [www.icicidirect.com](http://www.icicidirect.com). Please note that in case you are not able to login through the ICICI direct website, you can also access the e-Voting system of NSDL by using your existing user ID and password for the evoting system of NSDL.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

**Contact Details**

Company	SMART FINSEC LIMITED Registered Office:- F-88, IIND FLOOR, INDUSTRIAL POCKET,DISTRICT CENTRE WEST DELHI, RAJA GARDEN , NEW DELHI-110027 CIN:- L74899DL1995PLC063562 Phone:-011- 25167071 Email Id:-smartfinsec@gmail.com
Registrar and : Transfer Agent	Alankit Assignments Limited Alankit House, 2E/21, Jhandewalan Extension New Delhi-110055
e-Voting Agency	National Securities Depository Limited Trade World - A Wing, 4 <sup>th</sup> Floor Kamala Mills Compound , Lower Parel Mumbai – 400013
Scrutinizer	CS Pawan Kumar Mishra P. K. Mishra & Associates Practicing Company Secretary E-mail ID : pkmishra59@yahoo.com

Place: New Delhi  
Date: 02/09/2016

*For and on behalf of the Board of Directors*  
For Smart Finsec Limited

Sd/-  
(Priyanka Sharma)  
Company Secretary

## Form MGT – 11

### PROXY FORM

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

21<sup>st</sup> Annual General Meeting – September 30, 2016

Name of Member(s)	
Registered Address	
Email Id	
Folio No.	
DP ID.	
Client ID	

I/ We, being the member(s) of Smart Finsec Limited holding..... shares hereby appoint:

1.	Name		
	Address		
	E – Mail id		
	Or failing him		
		Signature	
2	Name		
	Address		
	E – Mail id		
	Or failing him		
		Signature	
3	Name		
	Address		
	E – Mail id		
	Or failing him		
		Signature	
4	Name		
	Address		
	E – Mail id		
	Or failing him		
		Signature	

As my/ our proxy to attend and vote ( on poll) for me/ us and on my/ our behalf at the 21<sup>st</sup> Annual General Meeting of the company to be held on September 30, 2016 at 9:30 AM, at F-88, IInd Floor, Industrial Pocket, District Centre, West Delhi, Raja Garden, New Delhi-110027 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional
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	Ordinary Resolution	For	Against
1	Adoption of Audited Balance Sheet as at March 31, 2016, the Profit and Loss Account for the year ended on that date with the reports of the Board of Directors and Auditors thereon.		
2	Appointment of M/s A. Mohan & Co. , Chartered Accountants, (Firm Registration No. 017403N)		
3	Mr. Rajesh Chawla (DIN: 03633735) Director, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company ”.		

Signed this..... day of.....2016

Affix Revenue Stamp not less than Rs. 0.15
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.....  
Signature of Member

.....  
Signature of Proxy Holder(s)

- 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. For Resolutions and Notes, please refer to the Notice of 21<sup>st</sup> th Annual General Meeting of the Company.
3. It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the, 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of Member(s) in above box before submission.



## ATTENDANCE SLIP

(To be surrendered at the time of entry to the venue)

21st Annual General Meeting on Friday, 30<sup>th</sup> September, 2016, at 9:30 AM at F-88, IIND FLOOR INDUSTRIAL POCKET, DISTRICT CENTRE WEST DELHI, RAJA GARDEN NEW DELHI-110027.

Name	
Address	
DP ID	
Client ID	
Regd. Folio No.	
No. of Shares held	

I certify that I am a member / proxy for the member(s) of the Company

I hereby record my presence at the 21st Annual General Meeting of the company to be held on September 30, 2016 at 9:30 AM, at F-88, IIND FLOOR INDUSTRIAL POCKET, DISTRICT CENTRE WEST DELHI, RAJA GARDEN NEW DELHI-110027.

.....  
Member's/Proxy's name in block letters

.....  
Signature of Member / Proxy

- Note.:
1. Only Member/ Proxy holder can attend the meeting.
  2. Members are requested to bring their copies of the Annual Report to the meeting.