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## **CORPORATE INFORMATION**

### **MANAGEMENT**

- Mrs. Nirmala Gala                      Managing Director
- Mr. Pravin Gala                         Whole Time Director and CFO
- Mr. Siddharth Gala                     Executive Director
- Mr. Darshan Jajal                      Independent Director
- Mr. Rajendra Shah                    Independent Director
- Mr. Dhirubhai Desai                 Independent Director
- Ms. Sheetal Dedhia                    Company Secretary

### **REGISTERED OFFICE**

502, Corporate Arena,  
DP Piramal Road, Goregaon West,  
Mumbai – 400104.

### **AUDITORS**

- M/s. J. K. Shah & Co.; Chartered Accountants
- M/s Kushla Rawat & Associates.; Company Secretaries

### **REGISTRAR AND SHARE TRANSFER AGENT**

PurvaSharegistry (India) Pvt. Ltd  
Unit No. 9, Shiv Shakti Indl Estate,  
JR BorichaMarg, Opp Kasturba Hospital,  
Lower Parel East, Mumbai - 400 011

### **BANKERS**

HDFC Bank, Goregaon West, Mumbai-400104  
IDFC Bank, Goregaon West, Mumbai-400104

### **NAME OF STOCK EXCHANGE**

Bombay Stock Exchange

## NOTICE

**NOTICE** is hereby given that the 33<sup>rd</sup> Annual General Meeting of the Members of **ANUPAM FINSERV LIMITED** will be held on Tuesday, 24<sup>th</sup> September, 2024 at 12.15 noon through Other Audio Video Means/Video Conferencing Facility at the registered office of the Company at 502, Corporate Arena, DP Piramal Road, Goregaon West, Mumbai 400104 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Directors and Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted”

2. To reappoint Mrs. Nirmala Gala (DIN 00894497), who retires by rotation as a Director and being eligible offers herself for reappointment and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Nirmala Gala (DIN 00894497), who retires by rotation at this meeting, and being eligible has offered herself for reappointment, be and is hereby reappointed as Director of the Company, liable to retire by rotation.”

3. To appoint M/s CGCA & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 123393W) as Statutory Auditors of the Company in place of the retiring Statutory Auditor M/s JK Shah & Associates (ICAI Firm Registration No. 109606W), and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. CGCA & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 123393W) be and is hereby appointed as the Statutory Auditors of the Company, in place of the retiring Statutory Auditor, M/s JK Shah & Associates, Chartered Accountant, (ICAI Firm Registration No. 109606W), to hold office for a term of five consecutive years from the conclusion of 33<sup>rd</sup> Annual General Meeting till the conclusion of 38<sup>th</sup> Annual General Meeting of the Company to be held, at such remuneration, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.”

### SPECIAL BUSINESS:

4. **TO INCREASE IN AUTHORISED CAPITAL OF THE COMPANY AND TO ALTER THE MEMORANDUM OF ASSOCIATION FOR THE SAME:**

To consider and if thought fit to pass the following resolution as Special resolution

**“RESOLVED THAT** pursuant to provision of Section 61, 64 of the Companies Act, 2013, and any other applicable provisions and the relevant rules framed there under, SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 including any amendment thereto or re-enactment thereof and in accordance with the provisions of the Articles of Association of the Company, the authorised share capital of the Company be and is hereby increased from 12,00,00,000/- (Rupees Twelve Crores only) divided into 12,00,00,000 (Twelve Crore) equity shares of Re. 1/- each to Rs. 36,00,00,000/- (Rupees Thirty Six Crores only) divided into 36,00,00,000 (Thirty Six Crore) Equity Shares of Re. 1/- each.

**RESOLVED FURTHER THAT** the new equity shares shall rank paripassu with the existing equity shares.

**RESOLVED FURTHER THAT** the consent of the Company be and is hereby accorded under provisions of section 13 of the Companies Act, 2013 to amend the existing Clause V of Memorandum of Association of the Company by substituting first three lines by following lines as mentioned here under:

V. The Authorised Share Capital of the Company is 36,00,00,000/- (Rupees Thirty Six Crores only) divided into 36,00,00,000 (Thirty Six Crore) equity shares of Re., 1/- (Rupee One only) each

**RESOLVED FURTHER THAT** pursuant to provisions of Section 15 of the Companies Act, 2013 and the rules framed thereunder (including any statutory amendment made thereto or re-enactment thereof), the above alteration in the articles be and is hereby noted in each copy of the Memorandum of Association of the Company.

**RESOLVED FURTHER THAT** Mr. Pravin Gala, Whole Time Director (DIN: 00786492) or Sheetal Dedhia (ACS 52175), Company Secretary or any other Director of the Company as delegated by the Board, be and are hereby authorized to sign, execute all the documents and file relevant forms with the Registrar of Companies, Stock Exchanges and to do all such acts, deeds and things on behalf of the Company as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution without being required to seek further consent or approval of the Shareholders of the Company in General Meeting.”

**5. TO APPOINT MR. MITESH CHHEDA (DIN: 10005081) AS NON EXECUTIVE INDEPENDENT DIRECTOR**

To consider and if thought fit to pass the following resolution as Special resolution

**RESOLVED THAT** in accordance with the provisions of Section 149 and 152 Schedule IV and other applicable provisions, of the Companies Act, 2013 and the Rules made thereunder, Mr. Mitesh Damji Chheda (DIN: 10005081), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 14<sup>th</sup> August, 2024 and who hold office till the date of the ensuing AGM, in terms of section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from Mr. Mitesh Damji Chheda (DIN: 10005081), under Section 160 of the Companies Act, 2013 signifying his intention to propose himself as a candidate for the office of a Director of the Company, be and is hereby appointed as an Non Executive Independent Director of the Company for a period up to 13<sup>th</sup> August, 2029, not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to implement this resolution.”

**6. TO APPROVE REAPPOINTMENT OF DHIRUBHAI DESAI (DIN: 00340309) AS NON EXECUTIVE INDEPENDENT DIRECTOR**

To consider and if thought fit to pass the following resolution as Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and pursuant to recommendation from Nomination and Remuneration Committee and approval from members of the Board, the consent of the Members of the Board be and is hereby accorded to re-appoint Mr. Dhirubhai Desai (DIN: 00340309) as Independent Director of the Company for a period of 5 Years with effect from 28th April 2022 to 27<sup>th</sup> April, 2027.

**RESOLVED FURTHER THAT** consent of the members of the Company be and is hereby accorded to Mr. Dhirubhai Bavabhai Desai (DIN 00340309) who attained 75 years of age on 26-09-2019, to continue his second term of five years as an Independent Director of the Company, not liable to retire by rotation.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Company Secretary or any Director of the Company, be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient.

**7. TO APPROVE REAPPOINTMENT OF RAJENDRA SHAH (DIN: 00022112) AS NON EXECUTIVE INDEPENDENT DIRECTOR**

To consider and if thought fit to pass the following resolution as Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and pursuant to recommendation from Nomination and Remuneration Committee and approval from members of the Board, the consent of the Members of the Board be and is hereby accorded to re-appoint Mr. Rajendra Shah (DIN: 00022112) as Independent Director of the Company for a period of 5 Years with effect from 28th April 2022 to 27<sup>th</sup> April, 2027, not liable to retire by rotation

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Company Secretary or any Director of the Company, be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient.

**By Order of the Board of Directors  
For ANUPAM FINSERV LIMITED**

SD/-  
Sheetal Dedhia  
Company Secretary  
ACS 52175

Mumbai, 13<sup>th</sup> August, 2024

## NOTES

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 Purva Shareregistry (India) Private Limited (Purva) 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 Purva.
3. 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 will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, 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 on account of first come first served basis.
4. 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.
5. 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.
6. 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.anupamfinserv.com](http://www.anupamfinserv.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://evoting.purvashare.com/>.
7. The AGM 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.
8. In continuation of this Ministry's [General Circular No. 20/2020](#), dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

### **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) **The remote e-voting period begins on 21<sup>st</sup> September, 2024 at 10:00 A.M. and ends on 23<sup>rd</sup> September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by Purva for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 17<sup>TH</sup> September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 17<sup>TH</sup> September, 2024.**
- (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.

- (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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</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 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.</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 i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, 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 <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></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</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 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.</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 held 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</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</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 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

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

1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.

2) Click on “Shareholder/Member” 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) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

5) If you are a first-time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form other than individual 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>● 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 <b>OR</b> Date of Birth (DOB)	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. <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 as mentioned in instruction (v).</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.

(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 EVENT NO. for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

(xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.

(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) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [evoting@purvashare.com](mailto:evoting@purvashare.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.
- 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.

- Alternatively Non Individual shareholders are required 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; [compliance@anupamfinserv.com](mailto:compliance@anupamfinserv.com), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

**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 the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote 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 **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [compliance@anupamfinserv.com](mailto:compliance@anupamfinserv.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [compliance@anupamfinserv.com](mailto:compliance@anupamfinserv.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 shall 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.**

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 [support@purvashare.com](mailto:support@purvashare.com).
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 Purva e-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022- 022-49614132 and 022-35220056.

**By Order of the Board of Directors  
For ANUPAM FINSERV LIMITED**

**SD/-  
Sheetal Dedhia  
Company Secretary  
ACS 52175**

**Mumbai, 13<sup>th</sup> August, 2024**



**Disclosures as per Regulation 36 (3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 for appointment /reappointment of Directors at the 33<sup>rd</sup> Annual General Meeting:**

Name of Director	Mrs. Nirmala Gala	Mr. Mitesh Chheda	Mr. Dhirubhai Desai	Mr. Rajendra Shah
Date of Birth	13-10-1965	17-03-1984	26-09-1944	27-04-1964
Age	59	40	78	58
Qualification Experience and Brief Profile	Higher Secondary Education with 05 + years of Business Experience	Chartered Accountant with 14+ years of Experience	30+ years of experience in the Banking Industry with the core management team of Bank of India.	Chartered Accountant and an established Industrialist.
Terms & Condition of appointment/reappointment/ regularization	Managing Director of the Company, liable to retire by rotation	Non Executive Independent Director, not liable to retire by rotation	Non Executive Independent Director, not liable to retire by rotation	Non Executive Independent Director, not liable to retire by rotation
Details of Remuneration sought to be paid	Rs. 300,000/- to Rs. 600,000/- per annum	-	Nil	Nil
Last Remuneration Drawn	Nil	Nil	Nil	Nil
Date of First Appointment on Board	28-04-2017	14-08-2024	27-04-2017	27-04-2017
Directorships held in other companies (excluding section 8 and foreign companies) as on 31 <sup>st</sup> March, 2023	Nipra Trading Pvt Ltd, GM Mercantile Pvt Ltd	Nil	Nil	04
Memberships of committees across other companies (includes only Audit & Shareholders'/Investors' Grievance Committee)	Nil	Nil	Nil	Nil
Number of Shares held in the Company	2,510,000 equity shares of Re. 1 each	Nil	Nil	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	She is the spouse of Mr. Pravin Gala and mother of Mr. Siddharth Gala	Nil	None	None
Number of Board Meetings attended in F Y 2023-2024	04	NA	02	04

**By Order of the Board of Directors  
For Anupam Finserv Limited**

**SD/-  
Sheetal Dedhia  
Company Secretary  
ACS 51275**

**Mumbai, 13<sup>th</sup> August, 2024**

## **ANNEXURE TO NOTICE**

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

#### **Item No 4: To increase the Authorised Capital of the Company and to alter the Memorandum of Association and Articles of Association for the same.**

The present authorized share capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 12,00,00,000 Equity Shares of Re. 1/- each. For further future expansion plans, it is proposed to increase the authorized share capital to Rs. 36,00,00,000/- (Thirty Six Crores Only) divided into 36,00,00,000 Equity Shares of Re. 1/- (Rupee One Only) each.

According to Section 61 and section 13 of the Companies Act 2013, for increasing the authorized share capital of the company and consequential amendments to the Capital clause i.e. Clause V of the Memorandum of Association of the Company, approval of members is required by way of Special Resolution.

Your Directors recommend the resolution set out at item No. 4 of this Notice, for the approval of the members as Special Resolution.

The Memorandum of Association of the Company is available for inspection by the members at the Registered Office of the Company during business hours on any working day up to the date of the Meeting and will be kept open at the place of the meeting during the continuation of the meeting.

None of the Directors and/or Key Managerial Persons of the Company and their relatives is in any way concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice, except to the extent of their shareholding in the Company if any.

#### **Item No 5: To appoint Mr. Mitesh Chheda (DIN : 10005081) as Non Executive Independent Director**

The Board of Directors, at its meeting held on 13<sup>th</sup> August 2024, appointed Mr. Mitesh Chheda (DIN: 10005081) as an Additional Director of the Company with effect from 14<sup>th</sup> August, 2024, pursuant to Section 161 of the Companies Act, 2013.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Mitesh Chheda will hold office up to the date of the ensuing AGM. The Company has received from Mr. Mitesh Chheda (i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013.

Mr. Mitesh Chheda is a Chartered Accountant with more than 14 years of Experience in Statutory Audits, Forensic Audits, Internal Audits, Systems Audit, Concurrent Audits, Inspections on behalf of PFRDA of Custodians, Central Record keeping agencies and Trustee Bank, Inspection of RTA/ MF on behalf of SEBI, Data Migration Audit

In the opinion of the Board, Mr. Mitesh Chheda, will bring to the table rich experience beneficial to the Company. The resolution seeks the approval of members for the appointment of Mr. Mitesh Chheda as an Independent Director of the Company for a period up to 13<sup>th</sup> August, 2029 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He will not be liable to retire by rotation.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for the approval of Members.

A copy of the draft letter for the appointment of Mr. Mitesh Chheda as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to the date of the AGM.

Save and except Mr. Mitesh Chheda, none of the other Directors, Key Managerial Personnel of the Company or their respective Relative is in any way concerned or interested in the said Resolution. The explanatory statement may also be regarded as a disclosure under Regulation 30(7) of SEBI (LODR) Regulation, 2015 with the Stock Exchanges.

#### **Item No 6: To reappoint Mr. Dhirubhai Desai (DIN: 00340309) as Non Executive Independent Director**

The tenure of Mr. Dhirubhai Desai, as an Independent Director had expired end of business hours on 27<sup>th</sup> April, 2022. The Board of Directors at its meeting held on 26<sup>th</sup> April, 2022 had approved the proposal for reappointment of Mr. Dhirubhai Desai as an Independent Director for a second term of five consecutive years with effect from 28<sup>th</sup> April, 2022 but through Ordinary Resolution. Hence the Board of Directors hereby recommend to the members to approve reappointment of Mr. Dhirubhai Desai as an Independent Director for a second term of five consecutive years with effect from 28<sup>th</sup> April, 2022 by Special Resolution.

Regulation 17(1)(A) of the Listing Regulations prescribes that no listed entity shall appoint a person or continue the directorship of any person as a non executive director who has attained the age of 75 years, unless a special resolution is passed to that effect and the explanatory statement shall indicate the justification for appointing such a person.

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mr. Dhirubhai Desai during his tenure as an Independent Director since his appointment, and in view of the said provisions of the Listing Regulations, the Board of Directors

approved the continuation of his Directorship in his further tenure as a Non Executive Independent Director of the Company by Special Resolution. He will not be liable to retire by rotation.

Accordingly, the Board recommends the resolution as set out in Item No. 6 of the notice for approval of Members as Special Resolution.

Save and except Mr. Dhirubhai Desai, none of the other Directors, Key Managerial Personnel of the Company or their respective Relative is in any way concerned or interested in the said Resolution. The explanatory statement may also be regarded as a disclosure under Regulation 30(7) of SEBI (LODR) Regulation, 2015 with the Stock Exchanges.

**Item No 7: To reappoint Mr. Rajendra Shah (DIN: 00022112) as Non Executive Independent Director**

The tenure of Mr. Rajendra Shah, as an Independent Director had expired end of business hours on 27<sup>th</sup> April, 2022. The Board of Directors at its meeting held on 26<sup>th</sup> April, 2022 had approved the proposal for reappointment of Mr. Rajendra Shah as an Independent Director for a second term of five consecutive years with effect from 28<sup>th</sup> April, 2022 but through Ordinary Resolution. Hence the Board of Directors hereby recommend to the members to approve reappointment of Mr. Rajendra Shah as an Independent Director for a second term of five consecutive years with effect from 28<sup>th</sup> April, 2022 by Special Resolution.

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mr. Rajendra Shah during his tenure as an Independent Director since his appointment, and in view of the said provisions of the Listing Regulations, the Board of Directors approved the continuation of his Directorship in his further tenure as a Non Executive Independent Director of the Company by Special Resolution. He will not be liable to retire by rotation.

Accordingly, the Board recommends the resolution as set out in Item No. 7 of the notice for approval of Members as Special Resolution.

Save and except Mr. Rajendra Shah, none of the other Directors, Key Managerial Personnel of the Company or their respective Relative is in any way concerned or interested in the said Resolution. The explanatory statement may also be regarded as a disclosure under Regulation 30(7) of SEBI (LODR) Regulation, 2015 with the Stock Exchanges.

**By Order of the Board of Directors  
For Anupam Finserv Limited**

**SD/-  
Sheetal Dedhia  
Company Secretary  
ACS 51275**

**Mumbai, 13<sup>th</sup> August, 2024**