

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty First Annual General Meeting of the Members of Punarvasu Financial Services Private Limited will be held on Monday, 08th July, 2024 at 11:00 A.M. at Board Room, 2I, 2J, 2E & 2F, "RUSHABH CHAMBERS", Plot No. 609, Off. Makwana Road, Marol, Naka Andheri (E) Mumbai-400059 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements for the financial year ended March 31, 2024 together with the Reports of the Directors and the Auditors thereon;
2. To declare dividend on Equity Shares at the rate of Rs. 3.25/- Per Equity Share for the financial year ended on March 31, 2024.
3. To appoint a Director in place of Mr. Maneesh Mansigka (DIN: 00031476), who retires by rotation and being eligible offers himself for reappointment

SPECIAL BUSINESS

4. Appointment of Statutory Auditor to fill casual vacancy

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

"RESOLVED THAT pursuant to the provisions of the section 139(8) and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of the Board of Directors of the Company, consent of the members be and is hereby accorded for the appointment of M/s. A P Sanzgiri & Co. Chartered Accountants (Firm Registration No.: 116293W), as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of the existing Statutory Auditors, M/s. Borkar & Muzumdar, Chartered Accountants (Firm Registration No. 101569W) from 12th June, 2024 until the conclusion of 31st Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as determined and approved by the Board of Directors of the Company.

PUNARVASU FINANCIAL SERVICES PRIVATE LIMITED

CIN No. U67120MH1993PTC073611

Reg. off: - 2nd FLOOR, OFFICE NO. 2I, 2J, 2E & 2F, "RUSHABH CHAMBERS", PLOT NO. 609, OFF. MAKWANA ROAD, BEHIND J.

A. PLASTIC, MAROL NAKA ANDHERI (E), MUMBAI - 400059 Maharashtra India

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RESOLVED FURTHER THAT pursuant to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members be and is hereby accorded for appointment of M/s. A P Sanzgiri & Co., Chartered Accountants, (Firm Registration No.: 116293W) as the Statutory Auditor of the Company, to hold the office for a period of five consecutive years from the conclusion of ensuing 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as determined and approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things including fixing the remuneration in consultation with the Statutory Auditors, which may be deemed necessary and expedient to give effect to this resolution.”



By Order of the Board of Directors



(Jeetendra Rangani)
Company Secretary

Place: Mumbai

Date: 12th June, 2024

NOTES:

- a) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the special business set out in the Notice, is annexed hereto.
- b) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- c) Proxies in order to be effective should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Annual General Meeting.

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d) A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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.

e) Corporate Members intending to send their authorised representative(s) to attend the Meeting are requested to send a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the Annual General Meeting.

f) Members desirous of obtaining any information as regards accounts of the Company are requested to write to the Company at least one week before the Meeting, so that the information required will be made available at the Annual General Meeting.

g) Documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 6:00 pm) on all working days except Saturdays, Sundays and Public Holidays up to the date of the Annual General Meeting.


h) Members/Proxies are requested to bring the Attendance Slip(s) duly filled in.

I) Additional information pursuant to para 1.2.5 of Secretarial Standard on General Meeting (SS-2) notified under the Companies Act, 2013 in respect of the directors seeking appointment/reappointment at the AGM are furnished and annexed to the notice.

By Order of the Board of Directors



Place: Mumbai
Date: 12th June, 2024


(Jeetendra Rangani)
Company Secretary

PUNARVASU FINANCIAL SERVICES PRIVATE LIMITED

CIN No. U67120MH1993PTC073611

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 **KALPA-TARU** Group Company

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No.3

Details of Director Seeking re-appointment at the forthcoming Annual General Meeting

Name of Director	Mr. Maneesh Mansingka
Director Identification No.	00031476
Date of Birth	24-July 1972
Age	51 Years
Date of first appointment	11-April-2016
Terms & conditions of re-appointment	Director, liable to retire by rotation.
Qualification	Mr. Mansingka holds a bachelor's degree of Commerce from Sydenham College, Mumbai and has completed Management Development Programme for Edible Oil Industry from IIM-Ahmedabad. He has also done an executive education programme on Managerial Finance from Harvard University, Boston.
Experience / Expertise in functional field and brief resume	He has more than two decades of experience in various areas of agri commodities, warehousing, trading, finance etc.
No. of Shares held in the Company	Nil
No. of Board Meetings attended during the year	5 out of 6
Details of remuneration sought to be paid and the remuneration last drawn by him	Nil
Other Directorships	1. Shree Shubham Logistics Limited 2. Punarvasu Financial Services Private Limited

PUNARVASU FINANCIAL SERVICES PRIVATE LIMITED
CIN No. U67120MH1993PTC073611

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	3. B.G.K. Infrastructure Developers Private Limited 4. Indamer Mjets Airport Services Private Limited 5. J.K Urbanscapes Developers Limited (Formerly known as J. K. Cotton Limited) 6. Jaykay Enterprises Limited 7. Surya Commercial Limited 8. Pioneer Projects Limited 9. Singer India Limited 10. Ethanol Advisors Private Limited
Chairmanship / Membership of Committees of other Companies	Risk Management Committee- Member
Relationship with other Directors, Manager and Key Managerial Personnel	None

Item No.4

The members of the Company at its 29th Annual General Meeting held on 30th July, 2022 had appointed M/s. Borkar & Muzumdar, Chartered Accountants (Firm Registration No. 101569W), as the Statutory Auditor of the Company to hold office from the conclusion of 29th Annual General Meeting till the conclusion of 34th Annual General Meeting of the Company.

However, M/s. Borkar & Muzumdar have tendered their resignation as Statutory Auditors w.e.f. 04th June, 2024 citing reasons that pursuant to Reserve Bank of India Circular No. DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021 (RBI guidelines). This circular restricts an audit firm to concurrently audit a maximum of eight Non-Banking Financial Companies (NBFCs) during a particular year. Additionally, they are in discussion with some NBFCs which are bigger in size and proposed audit fees of the same significantly higher. This has resulted in a casual vacancy in the office of Statutory Auditor, as envisaged by section 139(8) of the Companies Act, 2013.

In order to fill the casual vacancy, the Board of Directors at its meeting held on 12th June, 2024, had considered and approved the appointment of M/s. A P Sanzgeri & Co. Chartered Accountants

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(Firm Registration No.: 116293W), as Statutory Auditor of the Company to fill the casual vacancy caused by the resignation of M/s. Borkar & Muzumdar, Chartered Accountant, to hold the office as Statutory Auditors of the Company until the conclusion of the 31st Annual General Meeting of the Company and for a further period of five consecutive financial years from the conclusion of ensuing 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined in consultation with the Auditors and duly approved by the Board of Directors of the Company.

However, this appointment is subject to approval of the Members in the ensuing Annual General Meeting. Accordingly, consent of the Members is sought for passing the Resolution as set out in Item No. 4 of the Notice for appointment of M/s A P Sanzgiri & Co. Chartered Accountants (Firm Registration No.: 116293W) in the casual vacancy of statutory auditor caused by the resignation of M/s. Borkar & Muzumdar, Chartered Accountant and for the payment of remuneration.

M/s. A P Sanzgiri & Co. Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made will be within the limits specified under section 141(3)(g) of the Act and will be in compliance with the eligibility criteria / requirements specified under the Companies Act, 2013 and the RBI Guidelines.

The brief profile of M/s. A P Sanzgiri & Co. is given below:

Founded in February 1997 by Mr. Abhijit Sanzgiri, Mr. Mehul Shah and Mr. Satish Gupta, A P Sanzgiri & Co has now expanded to 11 partners, 4 branches and staff strength of over 100. The Firm, through its highly motivated team, has managed to grow not only in terms of size but also range of services that it provides.

The Firm comprises professionals with diverse skill sets and has working tie-ups pan India with multiple professionals to be a single window service provider Each Partner provides personalized services to clients to enhance their overall business strategies and achieve success.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Resolutions.

The Board recommends the ordinary resolutions set out at Item No. 4 of the accompanying Notice for approval of the members of the Company.

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PUNARVASU FINANCIAL SERVICES PRIVATE LIMITED

Attendance Slip

I hereby certify that I am a registered member / proxy for the registered member of the Company.

I hereby record my presence at the 31st Annual General Meeting of the Company being held on Monday, 08th July, 2024 at 11:00 A.M. at Board Room, 2I, 2J, 2E & 2F, "RUSHABH CHAMBERS", Plot No. 609, Off. Makwana Road, Marol, Naka Andheri (E) Mumbai-400059.

Registered Folio No./ DP ID/Client ID	
Name and address of the Member Joint Holder 1 Joint Holder 2 No. of equity shares	

Signature of Proxy

Signature of Member

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PUNARVASU FINANCIAL SERVICES PRIVATE LIMITED

FORM NO. 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]

Name of Member		Registered address & Email Id:	
DPID & client ID*			
Folio No.		No. of Shares	

I / We, being the member(s) of above Company holding _____ shares, hereby appoint below at sr. no. 1 or failing him sr. 2 or failing him sr. 3,

Sr.	Name of proxy (ies)	Address & email Id	Signature
1			
2			
3			

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Monday, 08th July, 2024 at 11:00 A.M. at Board Room, 2I, 2J, 2E & 2F, "RUSHABH CHAMBERS", Plot No. 609, Off. Makwana Road, Marol, Naka Andheri (E) Mumbai-400059., any adjournment thereof in respect of such resolutions as are indicated below resolution no. (Mentioned in detail in AGM Notice):

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** I wish my above Proxy to vote in the manner as indicated in the box below:

No.	Resolutions	For	Against
1.	To receive, consider and adopt the financial statements for the financial year ended March 31, 2024 together with the Reports of the Directors and the Auditors		
2.	To declare dividend on Equity Shares at the rate of Rs.3.25/- per Equity Shares for the Financial Year ended on March 31, 2024		
3.	To appoint a Director in place of Mr. Maneesh Mansingka (DIN: 00031476), who retires by rotation and being eligible offers himself for reappointment		
4.	Appointment of Statutory Auditor to fill casual vacancy		

Date: 12th June, 2024

Affix
revenue
stamp

Signature of Proxy holder

Signature of shareholder

Notes:

1. The form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not later than 48 hours before the commencement of the meeting.

* Applicable for investors holding shares in electronic form.

** This is only optional. Please put a ' v ' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

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AGM Venue:-

**PUNARVASU FINANCIAL SERVICES PVT. LTD.
OFFICE NO. 2I, 2J, 2E & 2F, "RUSHABH
CHAMBERS", PLOT NO. 609, OFF, MAKWANA
ROAD, MAROL NAKA ANDHERI (E), MUMBAI**

Google Maps Rushabh Chambers



Rushabh Chambers

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