



SBICAP Ventures Ltd.

**NOTICE OF 16<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 16<sup>th</sup> Annual General Meeting of the Members of SBICAP Ventures Limited will be held on 29<sup>th</sup> September 2021 at 11:00 a.m. at the Board Room on the 20<sup>th</sup> Floor of SBI Capital Markets Limited, Maker Tower E, Cuffe Parade, Mumbai 400005, to transact the following business:

**ORDINARY BUSINESS:**

- 1) To adopt the audited Financial Statement as on 31<sup>st</sup> March 2021, together with the Reports of the Board of Directors and Auditors thereon and comments of Comptroller & Auditor General of India (CAG) under section 143(6) of the Companies Act, 2013 and in this regard,

To consider and if thought fit, to pass the following resolution as an ordinary resolution with or without any modification:

**"RESOLVED THAT** the audited Balance sheet of the Company as on 31<sup>st</sup> March 2021, the audited Statement of profit and loss for the year ended 31<sup>st</sup> March 2021 the Auditors' report and comments of the Comptroller & Auditor General of India (CAG) under Section 143(6) of the Companies Act, 2013 thereon, together with the Directors' Report, be and are hereby received, considered and adopted."

- 2) To appoint a director in place of Shri Naresh Yadav (DIN: 08590165) who retire by rotation and being eligible, offer himself for reappointment.
- 3) To take note and confirm the appointment of M/s. KPMR & Co, Chartered Accountants (Firm Registration No. 104497W) as the Statutory Auditors of the company made by the Comptroller & Auditor General of India (CAG) for the financial year 2021-2022 and to approve the fixation of remuneration payable to them for the financial year 2021-2022, as recommended by the Board and in this regard,



A wholly owned subsidiary of SBI Capital Markets Limited  
CIN No.: U67190MH2005PLC157240 / website: [www.sbicapventures.com](http://www.sbicapventures.com)  
Regd. Office: 202, Maker Tower 'E', Cuffe Parade, Mumbai-400 005  
Administrative Office: Marathon Futurex, 12th Floor, A wing, Mafatlal Mill Compound,  
N. M Joshi Road, Lower Parel, Mumbai- 400013  
Tel: +91 22 69112800 / mail id: [contactsvl@sbicapventures.com](mailto:contactsvl@sbicapventures.com)



## SBICAP Ventures Ltd.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification:

**"RESOLVED THAT** the appointment of M/s KPMR & Co, Chartered Accountants (Firm Registration No. 104497W) as the Statutory Auditors of the Company made by Comptroller and Auditor General of India for the financial year 2021-2022 be and is hereby noted and confirmed."

**RESOLVED FURTHER THAT** the remuneration amounting Rs. 2,00,000 (Rupees Two Lakhs only) plus, taxes and out of pocket expenses, payable to M/s. KPMR & Co, Chartered Accountants (Firm Registration No. 104497W) Statutory Auditors for Financial Year 2021-2022, as recommended by the Board be and is hereby approved"

**By order of the Board**

**Ankita Shrivastav**

**Company Secretary**

**Place: Mumbai**

**Date: 28<sup>th</sup> September 2021**

### **NOTES:**

1. A Member entitled to attend and vote at the Annual General Meeting ('The Meeting') Is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The Instrument appointing the proxy should, however, be deposited at the registered office of the company not less than Forty-Eight Hours before the commencement of the Meeting.



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## SBICAP Ventures Ltd.

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. A blank proxy Form is enclosed. PROXIES SHALL BE EXCLUDED FOR DETERMINING THE QUORUM.

2. The Register of Directors and Key Managerial Personnel and their Shareholding shall be produced at the commencement of the Annual General Meeting and shall remain open and accessible during the continuance of the Meeting to any person having a right to attend the Meeting.
3. Members/proxies/authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the Meeting.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the Meeting.
5. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
6. The details as required under the Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India (ICSI), of Directors seeking appointment at this Annual General Meeting under Item No. 2 of the Notice, is annexed hereto.
7. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms a part of this notice.
8. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.



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## SBICAP Ventures Ltd.

**As required under Secretarial Standards on General Meetings (SS-2), details of Director proposed for appointment is given below:**

<b>Name of Director</b>	<b>Shri Naresh Yadav</b>
<b>DIN</b>	08590165
<b>Designation</b>	Non-Executive Director
<b>Date of Birth</b>	31/10/1962
<b>Date of first appointment on the Board</b>	28/03/2020
<b>Qualifications</b>	Science Graduate and CAIIB
<b>Experience</b>	He has been associated with SBI for 36 years and has managed various responsibilities in multiple roles like Head Human Resources – Delhi Circle, DGM & Circle Development Officer – Mumbai, Head Business & Operations – West Zone (Mumbai), Head Mid Corporate – Regional Office Kolkata, Network Head - Kolkata and Deputy CEO - Jio Payments Bank.
<b>Shareholding in the Company</b>	One equity share on the behalf SBI Capital Markets Limited
<b>Number of meetings held during the tenure of the Director</b>	8 Board Meeting
<b>Number of meetings attended by the Director</b>	6 Board Meeting
<b>Directorships held in other Companies as on date</b>	1
<b>Particulars of Committee Chairmanship held in other Companies</b>	Nil
<b>Particulars of Committee Membership held in other Companies</b>	SBICAP Securities Limited 1 Information Technology Strategy Committee 2 Risk Management Committee



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## SBICAP Ventures Ltd.

	3	Corporate Social Responsibility Committee
	4	Committee of Directors
<b>Relationship with other Directors / KMP of the Company</b>	Nil	
<b>Terms and Conditions of appointment/ re-appointment</b>	As mentioned in resolution.	
<b>Remuneration sought to be paid</b>	Nil	
<b>Remuneration last drawn for the financial year ended 31<sup>st</sup> March, 2021</b>	Nil	



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SBICAP Ventures Ltd.

**PROXY FORM**

**FORM No. MGT 11**

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

Name of the member(s):		
Registered Address:		
E-mail ID:	Folio No./Client ID:	DP ID:

I/We, being the member(s) holding \_\_\_\_\_ shares of SBICAP Ventures Limited, hereby appoint:

1. Name	2. Name	3. Name
Address	Address	Address
Email ID	Email ID	Email ID
Signature	Signature	Signature
, or failing him/her	, or failing him/her	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16<sup>th</sup> Annual General Meeting of the company, to be held on 29<sup>th</sup> September 2021 at 11:00 a.m. at the Board Room 20th Floor of SBI Capital Markets Limited, Maker Tower E, Cuffe Parade, Mumbai 400005 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Particulars	For	Against
<b>Ordinary Business</b>			
1.	To adopt the audited Financial Statement as on 31 <sup>st</sup> March 2021, together with the Reports of the Board of Directors and Auditors thereon and comments of Comptroller & Auditor General of India (CAG) under section 143(6) of the Companies Act, 2013.		

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2.	To appoint a director in place of Shri Naresh Yadav (DIN: 08590165) who retire by rotation and being eligible, offer himself for re-appointment		
3.	To take note and confirm the appointment of M/s. KPMR & Co Chartered Accountants (Firm Registration No. 104497W) as the Statutory Auditors of the company made by the Comptroller & Auditor General of India (CAG) for the financial year 2021-2022 and to approve the fixation of remuneration payable to them for the financial year 2021-2022, as recommended by the Board and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification:		

Signed this \_\_\_\_ day of \_\_\_\_\_ 2021

Affix Re. 1  
Revenue  
Stamp

Signature of the shareholder:

Signature of Proxy holder(s):

**Note: 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.**

### ATTENDANCE SLIP

Folio No. /DP ID / Client ID:

Number of shares held:



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## SBICAP Ventures Ltd.

Name of the attending  
Member/Proxy\*:

I certify that I am a member / proxy\* for the member of the Company.

I hereby record my presence at the 16<sup>th</sup> Annual General Meeting of the members of the Company held on 29<sup>th</sup> September 2021 at 11:00 a.m. at the 20th Floor of SBI Capital Markets Limited, Maker Tower E, Cuffe Parade, Mumbai 400005.

\_\_\_\_\_  
Name of the Member / Proxy\*  
(In BLOCK letters)

\_\_\_\_\_  
Signature of the Member / Proxy\*

\*Strike out whichever is not applicable.

**Note:**

1. Please complete the Folio/DPID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
2. Electronic copy of Notice of the 16<sup>th</sup> Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of Notice of 16<sup>th</sup> Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.



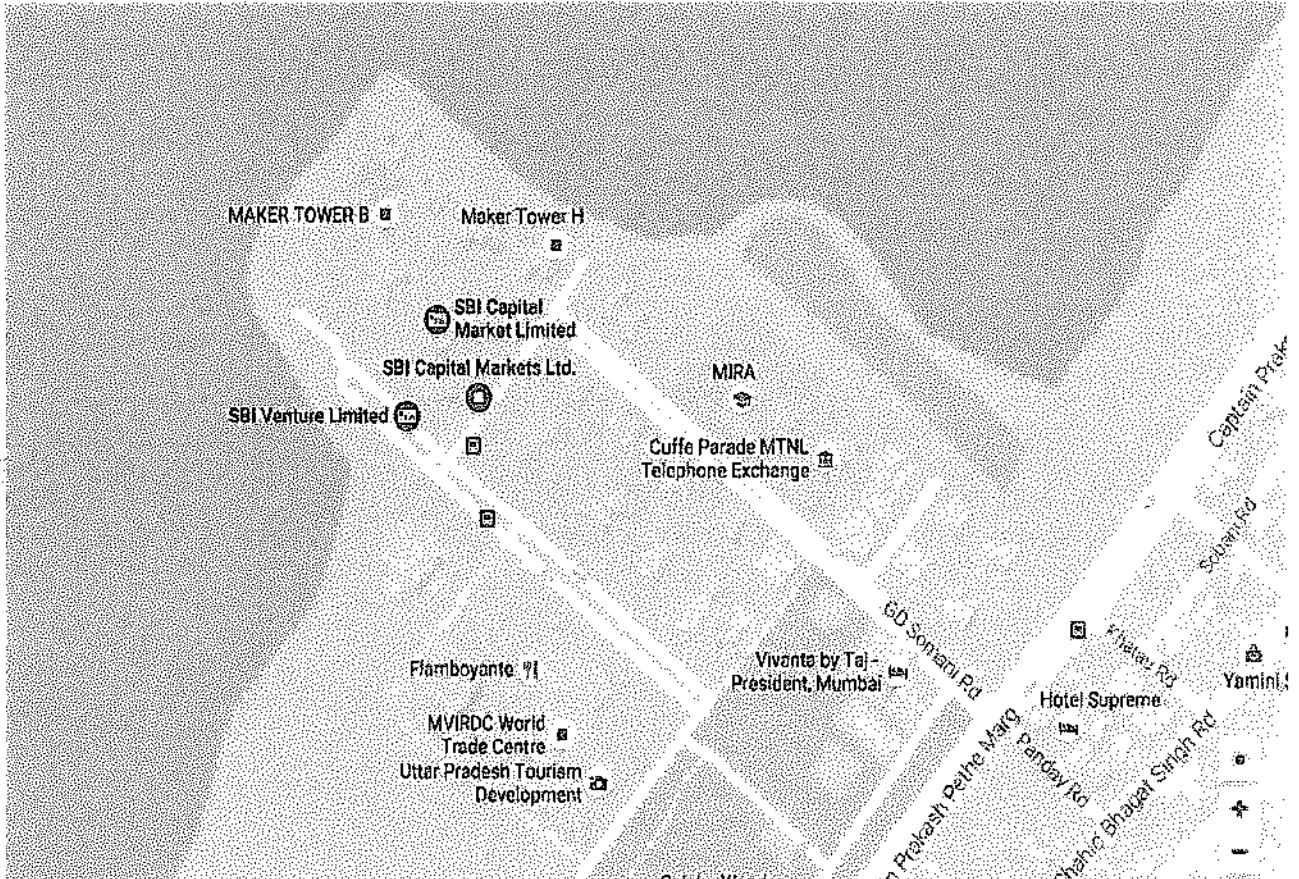
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**ROUTE MAP**

Venue: at the 20th Floor of SBI Capital Markets Limited, Maker Tower E, Cuffe Parade, Mumbai  
400 005



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