



S V CREDITLINE PRIVATE LIMITED

(CIN No.: U71290DL1996PTC081376)

NOTICE OF AGM

NOTICE is hereby given that the Annual General Meeting of the Members of **S V CREDITLINE PRIVATE LIMITED** will be held on Friday, August 04, 2017 at 02.00 p.m. at **Conference Room, Hotel the Grand, Nelson Mandela Road, Vasant Kunj, Phase-II, New Delhi-110070** to transact the following business: -

Ordinary Business:

1. To consider and adopt the Audited Financial Statement of the Company including Balance Sheet as at March 31, 2017, Statement of Profit & Loss for the year ended on that date along with Cash Flow statement, notes and annexure(s) and Auditors Report thereon and the Reports of the Board of Directors.
2. To ratify the appointment of M/s. B.S R & Associates LLP, Chartered Accountants, the existing Statutory Auditors of the Company, for the Financial year 2017-18

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 all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. B S R & Associates LLP, Chartered Accounts, Mumbai (vide Registration No.: 116231W), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2017-18 on such remuneration as may be determined.

RESOLVED FURTHER THAT any one of Director of the Company or the CEO or the CFO or the Company Secretary of the Company, be and are hereby authorized severally to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above resolution.”

3. APPROVAL OF PREFERENCE DIVIDEND TO BE PAID TO THE PREFERENCE SHAREHOLDERS OF THE COMPANY.

To consider and if thought fit, to pass with or without modification(s) the following resolution as a ordinary resolution:

“RESOLVED THAT the dividend to be paid/already paid to the preference shareholder of the company the details of which is been mentioned hereunder be and is hereby approved:-

Dividend paid during the F Y 2016-17 = Rs. 2,62,13,031/-

Dividend to be Paid during F Y 2017-18 = Rs. 1,87,50,000/-

RESOLVED FURTHER THAT any one of Director of the Company or the CEO or the CFO or the Company Secretary of the Company, be and are hereby authorized severally to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above resolution."

Special Business:

4. 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 161(1) of the Companies Act, 2013 and Articles of Association of the Company, Mrs. Geetima Das Krishna (DIN: 07852137) who was appointed as an Additional Director by the Board of Directors of the Company and who holds office up to the date of ensuing Annual General Meeting of the Company and in respect of whom a notice has been received from her in writing, under section 160 of the Companies Act, 2013 proposing her candidature for the office of director, be and is hereby appointed as an Independent as well as Woman Director of the Company.”

5. To consider and if thought fit, to pass with or without modification(s) the following Resolution as an Special Resolution: -

RESOLVED THAT pursuant to the provisions of section 13 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and the rules framed thereunder, consent of members of the Company be and is hereby accorded to amend the Memorandum of Association of the Company, as per draft circulated with the notice of this meeting with respect to the object clause of the Memorandum of Association of the Company and such other amendments as may be necessary.

6. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution: -

“RESOLVED THAT pursuant to the provisions of section 14 of the Companies Act, 2013 and other applicable provisions read with the rules and regulations made thereunder including any amendment, re-enactment or statutory modification thereof, consent of members of the Company be and is hereby accorded to amend the articles of Association of the Company, as per draft circulated with the notice of this meeting, be and are hereby approved and adopted in substitution for, and to the exclusion, of the existing Articles of Association of the Company.”

**By Order of the Board
For S V Creditline Private Limited**

**(Sanjay Bharti)
Company Secretary
PAN: AKOPB8838K**

**Place: New Delhi
Date: August 04, 2017**

**Address: 230/22-C, Gali No.-15, Railway Colony,
Mandawali, Delhi-110092.**

Notes:

- 1. 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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE FILED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN FORTY EIGHT HOURS BEFORE THE MEETING.**
- 2. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the meeting.**

3. The registers of Director's shareholding maintained under section 170 of the companies Act, 2013, will be available for the inspection by the members at the annual general meeting.
4. The register of Contracts and Arrangement in which directors are interested in MBP-4 under section 189 of the Company Act,2013 will be available for the inspection by the members at the Annual General meeting.

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

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business mentioned under Item No. 4 to 6 of the accompanying Notice dated September 23, 2015:

Item No.4

Mrs. Geetima Das Krishna who has been appointed as an Additional Director of the Company pursuant to the provision of section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 04th July, 2017 holds office upto the date of this Annual General Meeting and is eligible for appointment as an Independent Director as well as Woman Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Geetima das Krishna, as an Independent as well as Woman Director, for the approval by the members of the Company.

Except Mrs. Geetima Das Krishna, None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise in the resolution set out as Item No. 4.

Item No. 5

Upon enactment of the Companies Act, 2013, the Memorandum of Association of the Company were required to be re-aligned as per provisions of the new Act.

Your Director's in its meeting held on 04th August, 2017 had approved the amendment in the Memorandum of Association of the Company with respect to the object clause of the Memorandum of Association, subject to the approval of the members.

Draft of the amended Memorandum of Association proposed for approval are circulated along with this notice of Annual General Meeting and also available for inspection by the shareholders of the company during normal business hours and copies thereof shall also be made available for inspection at the Corporate office of the company.

In terms of section 13 of the Companies Act, 2013, consent of the members by way of Special resolution is required for proposed amendments in the Memorandum of Association of the company.

Your Directors recommend passing of this resolution by way of a special resolution.

None of the Directors, KMPs and their relatives are interested or concerned, financially or otherwise in the resolution set out in the item no. 5.

Item No.6

The Board of Directors in its Meeting held on 04th August 2017 has approved the alteration in Articles of Association to adopt a new set of Articles of Association in place of and to the exclusion of existing Articles of Association of the company, subject to the approval of the members.

The draft of new set of Articles proposed for the approval is being circulated along with this notice of the Annual General Meeting of the Company and also available for inspection by the members of the company during normal business hours and copies thereof shall also be made available for inspection at the Corporate office of the company.

In terms of section 14 of the Companies Act, 2013, the consent of the members by way of special resolution is required for adoption of new set of Articles of Association of the company.

Your Directors recommend passing of this resolution by way of a special resolution.

None of the Directors, KMPs and their relatives are interested or concerned, financially or otherwise in the resolution set out in the item no. 6.



**By Order of the Board
For S V Creditline Private Limited**

(Sanjay Bharti)

Company Secretary

PAN: AKOPB8838K

**Address: 230/22-C, Gali No.-15, Railway Colony,
Mandawali, Delhi-110092.**

Place: New Delhi

Date: August 04, 2017