

## CONSOLIDATED FINVEST & HOLDINGS LIMITED

CIN: L33200UP1993PLC015474

Registered Office: 19<sup>th</sup> K.M. Hapur – Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr,  
Uttar Pradesh – 203408

### NOTICE

Notice is hereby given that the **35<sup>th</sup> Annual General Meeting (AGM)** of the members of **CONSOLIDATED FINVEST & HOLDINGS LIMITED** is scheduled to be held on **Wednesday, September 29, 2021 at 2:30 P.M.** through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**"), to transact the following businesses:

#### ORDINARY BUSINESS

1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021 and the Statement of Profit & Loss for the year ended on that date together with relevant schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon; and

2. To appoint a Director in place of Mr. Sanjiv Kumar Agarwal (DIN 01623575) who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS:

3. Appointment of **Mr. Radhey Shyam** as Non-Executive Independent Director of the Company.

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 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under and the SEBI (LODR) Regulations, 2015, as amended from time to time, **Mr. Radhey Shyam** (DIN 00649458) who was appointed by the Board of Directors as Independent Director of the company on 27<sup>th</sup> August 2021, and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner proposing his candidature for the office of director of the Company, who has submitted a declaration that he meet the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent director for a period of five years w.e.f. 27.08.2021."

**By order of the Board of Directors  
For Consolidated Finvest & Holdings Limited**

Place : New Delhi  
Dated : 27.08.2021

**Anil Kaushal**  
Company Secretary  
FCS: 4502

#### NOTES:

1. In view of the current extraordinary circumstances caused by COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the General Circular nos. 20/2020, 14/2020, 17/2020, 02/2021 issued by the Ministry of Corporate Affairs ("MCA") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the SEBI (hereinafter collectively referred to as "SEBI Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM and the members can attend and participate in this AGM through VC/ OAVM.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM pursuant to the aforesaid MCA Circulars, read above said "SEBI Circulars" physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
3. In terms of the provisions of Section 112 and 113 of the Act read with the aforesaid MCA Circulars, Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI etc.) are entitled to appoint their authorized representatives to attend the AGM through VC/ OAVM on their behalf and participate thereat, including cast votes by electronic means (details of which are provided separately in this notice). Such Corporate Members are requested to refer 'General Guidelines for Shareholders' provided in the notice, for more information.
4. The Register of Members of the Company and the Share Transfer Books shall remain closed from **23<sup>rd</sup> September, 2021 to 29<sup>th</sup> September, 2021** (both days inclusive) for the purpose of Annual General Meeting.
5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their De-mat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified carefully.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their De-mat accounts. Members holding shares in physical form can submit their PAN details to the Company.
7. The attendance of the Members at the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. The members, seeking any information with regard to the accounts or any matter to be placed at the AGM or having any questions in connection with the matter placed at AGM, are requested to send email to the Company on or before September 26, 2021, on [cs\\_cfhl@jindalgroup.com](mailto:cs_cfhl@jindalgroup.com). The same will be replied suitably.
9. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings, brief profile and other details of Directors seeking appointment/re-appointment are **provided in the "Annexure I" to this Notice**.
10. Members who have not registered their email addresses and in consequence the Annual Report including Notice of AGM and e-voting instructions not being serviced, may get their email address and mobile number registered with the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited, members may send an e-mail request at [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) or [cs\\_cfhl@jindalgroup.com](mailto:cs_cfhl@jindalgroup.com) along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy, self attested Aadhar Card copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for obtaining the Annual Report, Notice of AGM and the e-voting instructions.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form at earliest.

13. Members holding shares under different Folio Nos. in the same names are requested to apply for consolidation of folios and send relevant original share certificates to the Company's RTA for doing the needful.
14. In compliance with MCA General Circular 14/2020, 17/2020, 20/2020 and 02/2021 and SEBI Circulars dated May 12, 2020, and January 15, 2021, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Company will not be dispatching physical copies of the Annual Report for the Financial Year 2020-2021 and the Notice of AGM to any Member. Members may note that the Notice of AGM and Annual Report for FY 2020-21 will also be available on the Company's website [www.consofinvest.com](http://www.consofinvest.com) and websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of Linkintime India Private Limited at [www.linkintime.co.in](http://www.linkintime.co.in).

Members of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date i.e. Friday, September 3, 2021 will be sent the Annual Report for the financial year 2020-21 through electronic mode only.

15. Since the AGM will be held through VC /OAVM, the Route Map is not annexed in this Notice. The deemed venue for the AGM will be the Registered Office of the Company.
16. Members who have not registered their e-mail addresses so far are required to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circular, etc. from the Company in electronic mode.
17. Members who wish to inspect statutory registers required to be made available/kept open for inspection at AGM and relevant documents referred to in this notice of AGM can send an email to [cs\\_cfh@jindalgroup.com](mailto:cs_cfh@jindalgroup.com).
18. 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 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company has provided members the facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Link Intime India Private Limited (LI IPL).
19. The remote E-voting facility will be available during the following voting period:

Commencement of Remote E-voting: From 9:00 a.m. (IST), on Sunday, **September 26, 2021**, and End of E-voting: Up to 5:00 p.m. (IST), on Tuesday, **September 28, 2021**.

20. Remote E-voting shall not be allowed beyond 5:00 p.m. (IST) on **September 28, 2021** and shall be disabled by LI IPL for voting thereafter.
21. During the e-voting period, shareholders of the Company, holding shares either in physical form or in Dematerialized form, as on **September 22, 2021** may cast their vote electronically.
22. Explanatory Statement pursuant to the provisions of Section 102 of the Act in respect of special business to be transacted at the meeting is given in the Notice.

**23. Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in de-mat mode can vote through their de-mat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their de-mat accounts to access e-Voting facility.

**Login method for Individual shareholders holding securities in de-mat mode/ physical mode for remote e-voting is given below:**

Type of Shareholders	Login Method
<p><b>Individual Shareholders holding securities in demat mode with NSDL</b></p>	<p>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.</p> <ul style="list-style-type: none"> <li>• 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> </ul> <p>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></p> <p>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 hold 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.</p>
<p><b>Individual Shareholders holding securities in demat mode with CDSL</b></p>	<p>Existing user of who have opted for CDSL, Easi / Easiest facility, they can login through their 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <ul style="list-style-type: none"> <li>• After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> </ul> <p>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></p> <p>Alternatively, the user can directly access e-Voting page by providing de-mat Account Number and PAN No. from a link in <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 provided links for the respective ESP where the E Voting is in progress.</p>
<p><b>Individual Shareholders (holding securities in de-mat mode) &amp; login through their depository participants</b></p>	<ul style="list-style-type: none"> <li>• You can also login using the login credentials of your de-mat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>• Once 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.</li> </ul>

Type of Shareholders	Login Method
<p><b>Individual Shareholders holding securities in Physical mode &amp; evoting service Provider is LINKINTIME.</b></p>	<ol style="list-style-type: none"> <li>1. Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> <ul style="list-style-type: none"> <li><input type="checkbox"/> Click on <b>“Sign Up”</b> under <b>‘SHARE HOLDER’</b> tab and register with your following details: -                             <ol style="list-style-type: none"> <li>A. <b>User ID:</b> Shareholders/ members holding shares in <b>physical form shall provide</b> Event No + Folio Number registered with the Company.</li> <li>B. <b>PAN:</b> Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> <li>C. <b>DOB/DOI:</b> Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</li> <li>D. <b>Bank Account Number:</b> Enter your Bank Account Number (last four digits), as recorded with your DP/Company.                                     <ul style="list-style-type: none"> <li>• Shareholders/ members holding shares in <b>physical form</b> but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above</li> </ul> </li> </ol> </li> <li><input type="checkbox"/> Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</li> <li><input type="checkbox"/> Click “confirm” (Your password is now generated).</li> </ul> </li> <li>2. Click on ‘Login’ under <b>‘SHARE HOLDER’</b> tab.</li> <li>3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on <b>‘Submit’</b>.</li> <li>4. After successful login, you will be able to see the notification for e-voting. Select <b>‘View’</b> icon.</li> <li>5. E-voting page will appear.</li> <li>6. Refer the Resolution description and cast your vote by selecting your desired option <b>‘Favour / Against’</b> (If you wish to view the entire Resolution details, click on the <b>‘View Resolution’</b> file link).</li> <li>7. After selecting the desired option i.e. Favour / Against, click on <b>‘Submit’</b>. A confirmation box will be displayed. If you wish to confirm your vote, click on <b>‘Yes’</b>, else to change your vote, click on <b>‘No’</b> and accordingly modify your vote.</li> </ol>

**Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LI IPL at <https://instavote.linkintime.co.in> and register themselves as **‘Custodian / Mutual Fund / Corporate Body’**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **‘Custodian / Mutual Fund / Corporate Body’** login for the Scrutinizer to verify the same.

**Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME, have forgotten the password:**

- o Click on **‘Login’** under **‘SHARE HOLDER’** tab and further Click **‘forgot password?’**
- o Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on **‘Submit’**.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.

- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

**Individual Shareholders holding securities in de-mat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- ▶ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ▶ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	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
Individual Shareholders holding securities in demat mode with CDSL	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 or 22-23058542-43.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.**

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions (‘FAQs’)** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 –4918 6000.

**E. Other Instructions:**

- Voting at AGM: Only those members, who will be present at the AGM through VC/ OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.
- Ms. Akarshika Goel of Grover Ahuja & Associates, Practicing Company Secretaries (Membership No. ACS 29525 and CP No. 12770), has been appointed as a Scrutiniser to scrutinise the remote e-voting process and e-voting at AGM in a fair and transparent manner. The Scrutiniser shall submit his/her consolidated report to the Chairman within 48 hours from the conclusion of the AGM.
- The members who have cast their vote by remote e-voting may also attend the AGM through VC/ OAVM but shall not be entitled to cast their vote again.
- The results declared along with the Scrutinizer’s Report shall be communicated to the National Stock Exchange of India Limited at their website, where the shares of the company are listed and shall be placed on the Company’s website <http://www.consofinvest.com/investor-relations.html> and on the website of LI IPL <https://instavote.linkintime.co.in> within 48 hours from the conclusion of the AGM.
- You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

6. A person who is not a shareholder as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
7. The voting rights of shareholder shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. September 22, 2021.
8. In case a person has become a shareholder of the Company after sending of AGM Notice but on or before the cut-off date for E-voting i.e., on September 22, 2021, he/she may obtain the User ID through writing an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

## 26. Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

Select the “Company” and ‘Event Date’ and register with your following details: -

A. **De-mat Account No. or Folio No:** Enter your 16 digit De-mat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL de-mat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL de-mat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. **Mobile No.:** Enter your mobile number.

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

## 27. Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the email id [cs\\_cfhl@jindalgroup.com](mailto:cs_cfhl@jindalgroup.com).
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

## 28. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

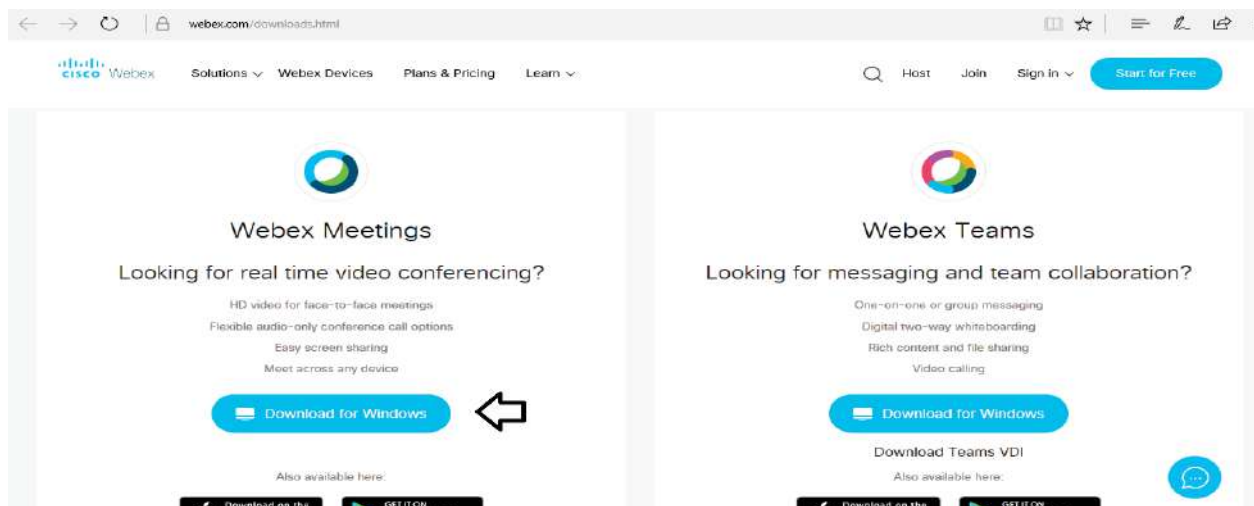
**InstaMeet Support Desk**  
**Link Intime India Private Limited**

**Annexure**

## Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>





The screenshot shows the Cisco Webex website with a navigation bar at the top. Below the navigation bar, there are three steps outlined with icons: a download arrow for Step 1, a pencil for Step 2, and a checkmark for Step 3. The steps are: Step 1: Double-click the webexapp.msi file you downloaded; Step 2: The Webex Meetings setup wizard will launch. Follow the instructions to set up; Step 3: Once installed the app will launch automatically. Below the steps, a text box says 'To open the app double-click the Webex Meetings icon on your desktop.' with a downward arrow pointing to a Windows file explorer dialog box. The dialog box shows 'What do you want to do with webexapp.msi (88.1 MB)? From: akamaicdn.webex.com' and has 'Run', 'Save', and 'Cancel' buttons.

**Step 1**  
Double-click the webexapp.msi file you downloaded

**Step 2**  
The Webex Meetings setup wizard will launch. Follow the instructions to set up.

**Step 3**  
Once installed the app will launch automatically.

To open the app double-click the Webex Meetings icon on your desktop.

This screenshot shows the same three-step installation process as the previous one, but with a screenshot of the 'Cisco Webex Meetings - InstallShield Wizard' dialog box overlaid. The dialog box has a title bar and a close button. The main text says 'Welcome to the InstallShield Wizard for Cisco Webex Meetings' and 'The InstallShield® Wizard will install Cisco Webex Meetings on your computer. To continue, click Next.' There is also a warning: 'WARNING: This program is protected by copyright law and international treaties.' At the bottom, there are '< Back', 'Next >', and 'Cancel' buttons. The steps on either side of the dialog box are partially visible.

**Step 1**  
Double-click the webexapp.msi file downloaded

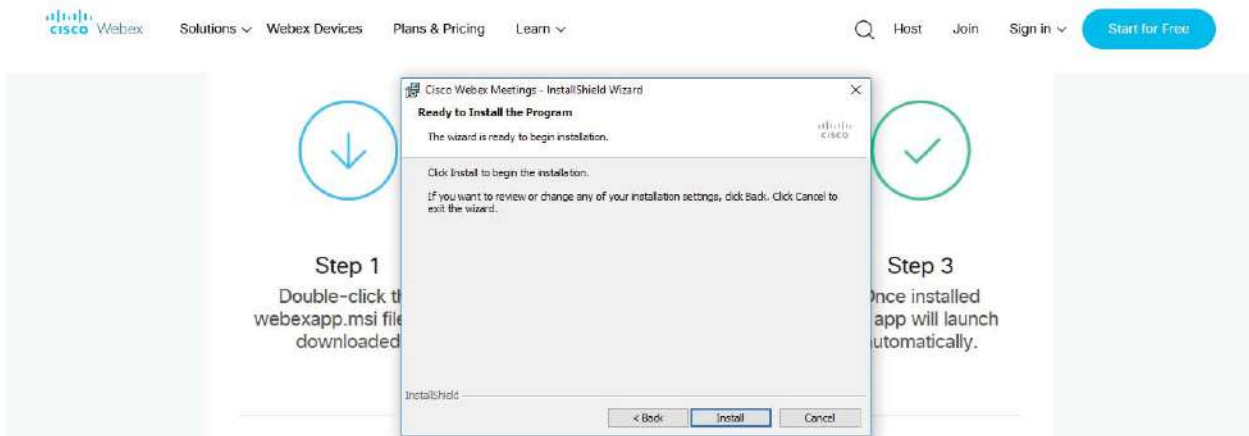
**Step 3**  
Once installed app will launch automatically.

To open the app double-click the Webex Meetings icon on your

This screenshot shows the same three-step installation process, but with a screenshot of the 'Cisco Webex Meetings - InstallShield Wizard' dialog box showing the 'License Agreement' screen. The dialog box has a title bar and a close button. The main text says 'Please read the following license agreement carefully.' Below that, it says 'CISCO WEBEX LLC LICENSE AGREEMENT (AS APPLICABLE TO THE PARTICULAR DOWNLOAD)'. There is an 'IMPORTANT NOTICE' section. At the bottom, there are radio buttons for 'I accept the terms in the license agreement' (which is selected) and 'I do not accept the terms in the license agreement'. At the very bottom, there are '< Back', 'Next >', and 'Cancel' buttons. The steps on either side of the dialog box are partially visible.

**Step 1**  
Double-click the webexapp.msi file downloaded

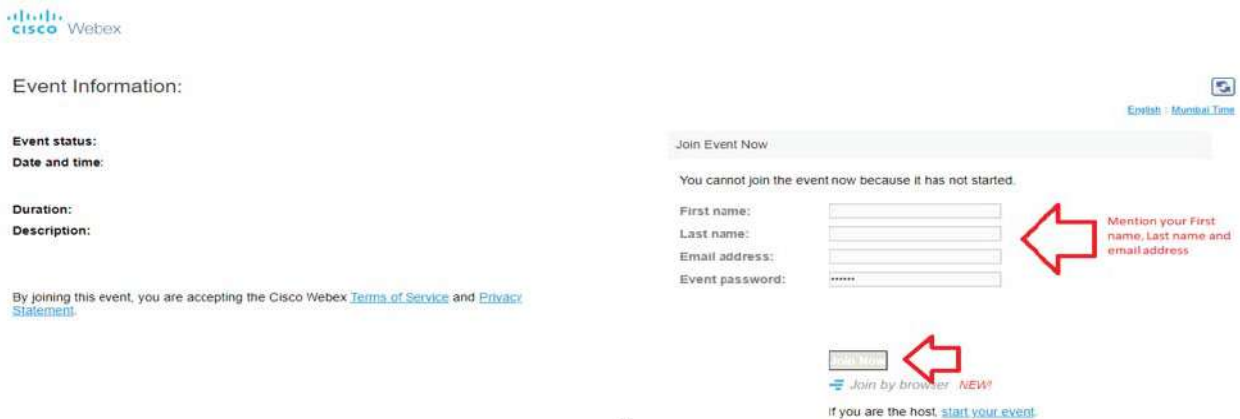
**Step 3**  
Once installed app will launch automatically.



Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or <u>Run a temporary application</u> . Click on <u>Run a temporary application</u> , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

or

If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:



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

### Item No. 3

The Board of Directors of the Company has appointed Mr. Radhey Shyam (DIN:00649458) as an Independent Director of the Company w. e. f 27<sup>th</sup> August 2021 by changing his designation and category from Non-Executive, Non-Independent Director to Non-Executive Independent Director and accordingly he shall be considered as Independent Director for the purpose of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. As per the provisions of Section 149 of the Companies Act, 2013 ("Act"), to broaden the Independence of Board and better Corporate Governance, Mr. Radhey Shyam is proposed to be appointed as Independent Director on the Board of company who shall hold office for a term up to five consecutive years w.e.f. 27.08.2021 and who shall not liable to retire by rotation. Mr. Radhey Shyam has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. A notice has been received by the company to propose him as a candidate for office of Independent Director of the Company.

The matter regarding appointment of above Independent Director was also placed before the Nomination & Remuneration Committee, which recommended his appointment as Independent Director for a period of five years from 27<sup>th</sup> August 2021 to 26<sup>th</sup> August 2026. In the opinion of the Board, the aforesaid Independent Director fulfils the conditions specified in the Act and the Rules made there under and the SEBI (LODR) Regulations, 2015 for appointment as Independent Director and he is independent of the management. The terms and conditions of appointment of the above Independent Director shall be open for inspection by any member at the Registered Office during normal business hours on any working day of the Company and the same is also available at the website of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

**By order of the Board of Directors  
For Consolidated Finvest & Holdings Limited**

**Anil Kaushal  
Company Secretary  
FCS: 4502**

**Place : New Delhi  
Dated :27.08.2021**

## Annexure 1

### **DISCLOSURE REGARDING DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF SEBI (LODR), REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2 ON GENERAL MEETING.**

1	Name	<b>Mr. Radhey Shyam</b>	<b>Mr. Sanjiv Kumar Agarwal</b>
2	Age	65 Years	57 Years
3	DIN	00649458	01623575
4	Category	Non- Executive	Executive
5	Date of first appoint-ment on the Board	30 <sup>th</sup> April 2009	21 <sup>st</sup> December 2011
6	<b>Brief Resume and nature of expertise in specific functional areas</b>	Mr. Radhey Shyam is a Commerce Graduate and Bachelor of Law. He has more than 42 years of rich experience in the area of Accounts, Finance and Taxation.	Mr. Sanjiv Kumar Agarwal is a Graduate, LLB and M.B.A. He is having more than 33 <b>years</b> of rich experience in the field of Marketing and Management.
7	<b>Terms &amp; conditions of appointment/re-appointment.</b>	Appointed as Non-Executive, Independent Director, for a period of five years w.e.f. 27.08.2021, due to change of Category and designation from Non-Executive Non Independent to Independent Director, subject to approval of shareholders, whose office is not liable to retire by rotation.	He retires by rotation at the ensuing Annual General Meeting and is proposed to be re-appointed in the category of Executive Director, whose office is liable to retire by rotation.
8	<b>Details of remuneration sought to be paid and remuneration last drawn</b>	NIL Remuneration and receive sitting fees only to attend Meetings of the Board and Committees thereof.	NIL Remuneration and receive sitting fees only to attend Meetings of the Board.
9	<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	None	None
10	<b>Number of Board Meetings attended during the year</b>	Seven (Seven)	Seven (Seven)

# Consolidated Finvest & Holdings Limited

<b>11</b>	<b>Directorships held in other Companies</b>	<ol style="list-style-type: none"> <li>1. Jindal Photo Limited</li> <li>2. Jindal Poly Investment and Finance Company Limited</li> <li>3. Soyuz Trading Company Limited</li> <li>4. Consolidated Photo &amp; Finvest Limited</li> <li>5. Jumbo Finance Limited</li> <li>6. Jupax Barter Private Limited</li> <li>7. Vigil Farms Limited</li> <li>8. Homesphere Realcon Pvt. Limited</li> <li>9. Howrah Tradebiz Limited</li> <li>10. Enerlite Solar films India Private Limited</li> <li>11. Penrose Mercantiles Limited</li> <li>12. Concatenate Advest Advisory Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Jindal Imaging Limited</li> <li>2. Jindal Flexifilms Limited</li> <li>3. Jindal Photo Investments Limited</li> <li>4. Anchor Image &amp; Films Private Limited</li> <li>5. Jumbo Finance Ltd</li> <li>6. Rishi Trading Co Ltd</li> <li>7. Jindal Films India Limited</li> <li>8. Universus Photo Imaging Limited</li> <li>9. Howrah Tradebiz Limited</li> </ol>
<b>12</b>	<b>Memberships / Chairmanships of Audit and Stakeholders Relationship Committees of Public Companies.</b>	<p>(1) In the Company</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Member</li> <li>2. Nomination and Remuneration Committee – Member</li> <li>3. Stakeholders Relationship Committee – Chairman</li> <li>4. Corporate Social Responsibility Committee – Chairman</li> </ol> <p>(2) Other Public Companies</p> <p>i) Jindal Photo Limited:</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Member</li> <li>2. Corporate Social Responsibility Committee – Member</li> <li>3. Nomination and Remuneration Committee – Member</li> <li>4. Stakeholders Relationship Committee – Member</li> </ol> <p>ii) Jindal Poly Investment and Finance Company Limited:</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Member</li> <li>2. Corporate Social Responsibility Committee – Chairman</li> <li>3. Nomination and Remuneration Committee – Member</li> <li>4. Stakeholders Relationship Committee – Member</li> </ol> <p>iii) Soyuz Trading Company Limited</p> <ol style="list-style-type: none"> <li>1. Audit Committee - Member</li> </ol> <p>iv) Consolidated Photo &amp; Finvest Limited</p> <ol style="list-style-type: none"> <li>1. Audit Committee - Member</li> </ol> <p>v) Jumbo Finance Limited</p> <ol style="list-style-type: none"> <li>1. Audit Committee - Member</li> </ol>	<p>(1) In the Company</p> <ol style="list-style-type: none"> <li>1. Stakeholders Relationship Committee – Member</li> <li>2. Corporate Social Responsibility Committee – Member</li> </ol> <p>(2) Other Public Companies</p> <p>i) Jindal Photo Investments Limited:</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Member</li> </ol> <p>ii) Universus Photo Imagings Limited</p> <ol style="list-style-type: none"> <li>1. Stakeholders Relationship Committee – Member</li> </ol> <p>iii) Jindal Films Limited:</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Member</li> <li>2. Corporate Social Responsibility Committee – Member</li> </ol> <p>iv) Jumbo Finance Limited:</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Member</li> </ol>
<b>13</b>	<b>Number of shares held</b>	100 shares in the Company in his name and not holding any share in the name of any of his immediate relatives.	Nil