

PUSHKAR BANIJYA LIMITED

CIN NO: L67120WB1982PLC035384, Phone : +91 33 22101443, Email: pbltd@yahoo.in
Registered Office : 89, N.S. Road, 1st Floor, Kolkata-700 001, Website: www.pushkarbanijya.com

**(ANNEXURE TO THE NOTICE FOR THE 33rd ANNUAL GENERAL MEETING OF THE
COMPANY TO BE HELD ON 26th September,2015)**

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Saturday, 26th September 2015 at 11.00 a.m. at the registered office, 89, N.S.Road 1st Floor Kolkata-700001 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
150824067		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
23 rd September , 2015 at 10:00 A.M. (IST)	25 th September, 2015 at 5:00 P.M. (IST)

Please read the instructions mentioned in the Notice of the AGM before exercising your vote.

By Order of the Board
For **Pushkar Banijya Ltd.**

Pawan Kumar Chandak
Managing Director

Place: Kolkata

Date : 24.08.2015

Encl: AGM Notice / Attendance Slip / Proxy Form / Annual Report

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NOTICE

NOTICE is hereby given that the Thirty Third Annual General Meeting of the members of M/s. Pushkar Banijya Limited will be held at the Registered Office of the Company at 89, N. S. Road, 1st Floor, Kolkata- 700 001 on Saturday, the 26th day of September, 2015 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Vidya Chandak, who retires by rotation and is eligible for re-appointment.
3. To re-appoint M/s S. Jaykishan, (FRN 309005E) Chartered Accountants, the retiring Auditors as Statutory Auditors of the Company to hold office from conclusions of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

4. To consider and if thought fit to pass with or without modification the following resolutions as an Ordinary Resolution:

REGULARISATION OF ADDITIONAL DIRECTOR MR. KESHAV BHATTER

“RESOLVED THAT Mr. Keshav Bhatte [DIN : 00741517], who was appointed as an additional director with effect from 28th July, 2015 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and Articles of Association of the company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a director of the Company.”

“RESOLVED FURTHER THAT the directors of the Company be & are hereby authorized to do all acts , deeds and things which are necessary in respect of appointment of said Mr. Keshav Bhatte [DIN : 00741517], as a director of the company.”

Registered Office:
89, N. S. Road, 1st Floor,
Kolkata- 700 001
CIN NO: L67120WB1982PLC035384

By Order of the Board

Pawan Kumar Chandak
Managing Director
[DIN: 00584591]

Date : 31.07.2015
Place: Kolkata

NOTES:

1. **A member entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself and such proxy need not be a member. The instrument appointing the proxy in Form MGT-11 annexed hereto. In order to be effective, the said proxy form should reach the registered office of the Company at least 48 hours before the time of the meeting.**

A person can act as proxy on behalf of Members not exceeding fifty(50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. A proxy form is sent herewith. Proxies submitted on behalf of the Companies, societies, etc., must be supported by an appropriate resolution/authority as applicable.

2. Corporate members intending to send their authorized representative (s) to attend the Meeting are requested to send to the Registered Office of the Company, a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Shareholders are requested to fill-in and sign the attendance slip and hand it over at the entrance to the venue.
4. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed herewith.
5. Members desiring any information as regards the Accounts are requested to write to the company at an early date so as to enable the Management to keep the information ready at the meeting.
6. Members are informed that Share Transfer and related activities are being carried out by the Registrar & Share Transfer Agents, M/s. Niche Technologies Pvt. Ltd., D511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata – 700001. All Correspondence may kindly be sent to the above address only.
7. Members / proxy holders are requested to bring their attendance slip duly signed so as to avoid inconvenience.
8. Members are requested to notify immediately any change in their address to the Company.
9. The Register of Members and Share Transfer Books of the Company shall remain closed from 21st September, 2015 to 26th September, 2015 (both days inclusive).
10. Pursuant to the provisions of section 72 of the Companies Act, 2013 members are informed that every holder of shares at any time may nominate in the prescribed manner, a person to whom his share in the Company shall vest in the event of his death.

11. . VOTING THROUGH ELECTRONIC MEANS

- I.** In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 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 Central Depository Services (India) Limited (CDSL).
- II.** The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on 23rd September, 2015 (10:00 am) and ends on 25th September, 2015 (5:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th September, 2015, may cast their vote by remote e-voting. The remote e-voting module

shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on “Shareholders” tab.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
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">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none">• Please Enter the DOB or Bank Account Number in order to Login.• If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **Pushkar Banijya Limited** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which 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.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- 18.** Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at sandipkej@yahoo.co.in with a copy marked to helpdesk.evoting@cdslindia.com on or before 25th September 2015, upto 5:00 pm without which the vote shall not be treated as valid.
- 19.** The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 19th September 2015. A person who is not a member as on Cut Off date should treat this notice for information purpose only
- 20.** The shareholders shall have one vote per equity share held by them as on the cut-off date of 19th September, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- 21.** Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th September, 2015 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- 22.** Notice of the EOGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
- 23.** Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 19th September, 2015. are requested to send the written / email communication to the Company at pbltd@yahoo.in by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

- 24.** Shri Sandip Kumar Kejriwal, Practising Company Secretary (Certificate of Practice Number 3821) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 25.** The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.pushkarbanijya.com and on the website of CDSL. The same will be communicated to the listed stock exchanges viz. The Calcutta Stock Exchange Association Limited and The Uttar Pradesh Stock Exchange Limited.

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ATTENDENCE SLIP

(To be handed over at the entrance of the meeting Hall) (Annual General Meeting-26.09.2015)

I hereby record my presence at the Thirty Third Annual General Meeting of the Company held at 89, Netaji Subhas Road, 1st Floor, Kolkata-700001 Saturday, the 26th day of September, 2015 at 11.00 A.M.

Full Name of the member (In Block Letters):.....

Folio No.....DP ID No.....

Client ID No.....No of Shares.....

Full Name of Proxy(In Block Letters):.....

Member/Proxy(s) Signature:.....

Pushkar Banijya Limited

Registered Office: 89, NETAJI SUBHAS ROAD, 1ST FLOOR, KOLKATA-700001

Website: www.pushkarbanijya.com, Email: pbltd@yahoo.in, Phone No: 03322101443

CIN NO: L67120WB1982PLC035384

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 the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Third Annual general meeting of the company, to be held on Saturday,26th day of September, 2015 at 11.00 A.M. at 89, N.S.Road, 1st Floor, Kolkata- 700 001, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution	For	Against	Abstain
1. Consider and adopt of Audited Financial Statements, Report of the Board of Directors and Auditors.			
2. Appointment of Mr.Keshav Bhattar as an Additional Director of the company w.e.f 28 th day of July, 2015			
3. Re-appointment Mrs. Vidya Chandak as director, who retires by rotation.			
4. Re-appointment of M/s S. Jaykishan, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration .			

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Note: i) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, 89, N.S. Road, 1st Floor, Kolkata-700 001, not less than 48 hours before the commencement of the meeting. ii) Those members who have multiple folios with different joint holders may use copies of this Attendance Slip / Proxy.

Please Affix Revenue Stamp Here

ROAD MAP OF REGISTERED OFFICE AT N.S. Road, 1st Floor, Kolkata-700 001

