

MARYADA COMMERCIAL ENTERPRISES AND INVESTMENT COMPANY LIMITED
CIN: L65993DL1982PLC013738
Regd. Off.: 106, (1ST FLOOR), MADHUBAN TOWER, A-1, V.S. BLOCK, SHAKARPUR CROSSING,
NEW DELHI – 110092

NOTICE TO THE 37th ANNUAL GENERAL MEETING

Notice is hereby given that the 37th Annual General Meeting of the Members of the Company will be held on **Saturday, 28th September, 2019** at 03:00 P.M. at the registered office of the Company at 106, (1st Floor), Madhuban Tower, A-1, V.S. Block, Shakarpur Crossing, New Delhi - 110092 to transact the following business:

Ordinary Business

Item no. 1: Adoption of Financial Statements

To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2019, including the audited balance sheet as at 31st March 2019 and Statement of Profit and Loss Account for the year ended on that date together with the Reports of the Auditors and Directors' thereon.

For and on Behalf of the Board
For Maryada Commercial Enterprises
and Investment Company Limited

Date: 29th August, 2019

Place: New Delhi

Sd/-
Pawan Kumar Aggarwal
Director
DIN: 00079230

NOTES:

- a.** At 35th AGM, M/s Rajesh Suresh Jain & Associates, Chartered Accountants were appointed as Statutory Auditors of the Company for a term of 5 years until the conclusion of 40th AGM of the Company.

The ratification of their appointment, pursuant to Section 139 of the Companies Act, 2013, is not required, in terms of Notification No. S.O. 188 (E) dated May 07, 2018, issued by the Ministry of Corporate Affairs and accordingly, the item has not been included in the Ordinary Business of the AGM Notice.

- b.** **APPOINTMENT OF PROXY: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE AGM IS ENCLOSED.**

- c.** During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

- d.** Corporate Members: Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.

- e. 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.
- f. Members/Proxies attending the meeting are requested to bring their copy of Annual Report to the Meeting.
- g. Queries at the Annual General Meeting: Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.
- h. Book Closure: The Register of Members and Share Transfer Books of the Company will remain Close from Sunday, 22nd of September, 2019 to Saturday 28th of September, 2019 for the purpose of the Annual General Meeting.
- i. All the documents, transfers, dematerialization requests and other communications in relation thereto should be addressed direct to the Company's Registrar and Transfer Agent, M/s. Skyline Financial Services Private Limited at D-153A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi - 110 020.
- j. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company.
- k. The Notice of AGM, Annual Report, E-voting Instructions and Attendance Slip are being sent in physical form to all the members at their address registered with the Company.

l. Process and manner for Members opting for e-voting are as under:

- i. In compliance with provisions of the Act, 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 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 Ltd. (CDSL).

Members are provided with the facility for voting either through electronic voting system or ballot paper at the AGM and Members attending the meeting who have not casted their vote by remote e-voting are eligible to exercise their right to vote at the meeting. Resolution(s) passed by Members through Ballot Paper (at the place of AGM) and e-voting is / are deemed to have been passed as if they have been passed at the AGM.

- ii. Members who have casted their vote by remote e-voting prior to the AGM are also eligible to attend the meeting but shall not be entitled to cast their vote again.
- iii. Members can opt for only one mode of voting, i.e., either by e-voting or Ballot Paper. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot paper shall be treated as invalid.
- iv. The remote e-voting period commences on Tuesday, 24th September, 2019 (9:00 a.m. IST) and ends on Friday, 27th September, 2019 (5:00 p.m. IST). Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e. Saturday, 21st September, 2019, 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.

v. The process and manner for remote e-voting are as under:

- a. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- b. Click on Shareholders Tab.
- c. Now Enter your User ID
 - ✓ For CDSL: 16 digits beneficiary ID
 - ✓ For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - ✓ Members holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login.
- e. If you are holding shares in demat form and had logged on to ["www.evotingindia.com"](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- f. If you are a first time user then, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio.</p>
Dividend Bank details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (c).

- g. After entering these details appropriately, click on "SUBMIT" tab.
- h. 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.
- i. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - j. Click on the EVSN for MARYADA COMMERCIAL ENTERPRISES AND INVESTMENT COMPANY LIMITED.
 - k. 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.
 - l. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - m. 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.
 - n. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - o. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 - p. If Demat account holder has forgotten the previous password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - q. Note for Non-individual Shareholders & Custodians:
 - ✓ Non-individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporate and Custodian respectively.
 - ✓ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
 - ✓ After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user should 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.
 - vi. 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.
 - vii. 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.
 - viii. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting.
 - ix. M/s Ravi Shankar & Associates, Company Secretaries, Delhi has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process, in a fair and transparent manner.

- x. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "remote e-voting" or "Ballot Paper" for all those Members who are present at the AGM but have not casted their votes by availing the remote e-voting facility.
- xi. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the meeting and, thereafter, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company and shall submit, not later than two days from the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- xii. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website viz. www.maryadainvestment.in immediately after the declaration of the result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed.

**For and on Behalf of the Board
For Maryada Commercial Enterprises
and Investment Company Limited**

Date: 29th August, 2019

Place: New Delhi

**Sd/-
Pawan Kumar Aggarwal
Director
DIN: 00079230**

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NEW DELHI - 110092

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:

Regd. Folio No./ D.P. ID / Client ID:

E-mail Id:

I / WE, being a member(s) of _____ equity shares of the above named Company, hereby appoint

Name: _____ Email: _____

Address: _____

Signature: _____ or failing him/her

Name: _____ Email: _____

Address: _____

Signature: _____ or failing him/her

Name: _____ Email: _____

Address: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the Saturday, 28th day of September, 2019 at 03:00 P.M. at the registered office of the Company at 106, (1st Floor), Madhuban Tower, A-1, V.S. Block, Shakarpur Crossing, New Delhi - 110092:

Resolution number	Resolution
	Ordinary Business
1	Adoption of Financial Statements for the year ended March, 31 2019, including the audited balance sheet as at 31 st March 2019 and Statement of Profit and Loss Account for the year ended on that date together with the Reports of the Auditors and Directors' thereon.

Signed this ____ day of _____, 2019

Signature of 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.

MARYADA COMMERCIAL ENTERPRISES AND INVESTMENT COMPANY LIMITED
CIN: L65993DL1982PLC013738
Regd. Off.: 106, (1ST FLOOR), MADHUBAN TOWER, A-1, V.S. BLOCK, SHAKARPUR CROSSING,
NEW DELHI - 110092

Attendance Slip for Attending Annual General Meeting

Name of Member:

Registered Address:

Regd. Folio No./ D.P. ID / Client ID:

No. of Shares held:

I certify that I am a member / proxy for the member(s) of the Company.

I hereby record my presence at the Annual General Meeting of the Company being held on Saturday, 28th day of September, 2019 at 03:00 P.M. at the registered office of the Company at 106, (1st Floor), Madhuban Tower, A-1, V.S. Block, Shakarpur Crossing, New Delhi - 110092.

.....
Member's / Proxy's Name in Block Letters

.....
Signature of Member/ Proxy

Note: Please fill up this attendance slip and hand over at the entrance of the meeting hall.

NOTE: IN CASE ANY SHAREHOLDER WISH TO CAST HIS/ HER VOTE THROUGH E-VOTING, PLEASE REFERE TO THE DETAILS MENTIONED IN THE NOTICE OF THE ANNUAL GENERAL MEETING.

REMINDER

Dear Shareholders,

Unit: Maryada Commercial Enterprises and Investment Company Limited

Sub :- 1. Request for submission of your Copy of PAN Card, Bank details & Email ID
2. Dematerialization of Equity Shares

Dear Shareholder(s),

Pursuant to Circular No.: SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, issued by the Securities Exchange Board of India ("SEBI"), the Company is required to obtain the copy of PAN Card and Bank details from all the shareholders holding shares in physical form and BSE Circular No LIST/COMP/15/2018-19 dated 5th July, 2018 for dematerialization of shares held in physical form.

Accordingly, you are requested to kindly submit the following documents for updation in our records:

- (i) Enclosed format duly filled in and signed by the shareholders;
- (ii) Self-attested copy of your PAN Card (all the Shareholders in case of joint holding) and;
- (iii) Original cancelled cheque leaf with your name printed on it or a copy of Bank Passbook/Statement bearing your name, duly attested by the Bank.

Further, to support "Green Initiative", you are requested to provide your E-mail ID for service of documents through electronic mode. Please ignore, if the E-mail has already been updated.

[
Further, SEBI vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated 08th June, 2018 has come out with SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 ("The New Regulations") to further amend the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The New Regulations shall come into force on the 180th day from the date of its publication in the official gazette i.e. 08th June, 2018 (Effective Date of implementation is December 5, 2018). The New Regulations have inter alia amended the Regulation 40 of SEBI (LODR) Regulations, 2015 and as per amended Regulation 40, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository except in the cases of transmission or transposition of securities. In view of above amended Regulation, you are requested to open a de-mat account with a Depository Participant (DP) and deposit your physical shares with such DP and get your shares de-materialized at the earliest to avoid any kind of inconvenience.

Kindly send the aforesaid details along with the enclosures to the Company's Registrar & Share Transfer Agent (RTA), SKYLINE FINANCIAL SERVICES PRIVATE LIMITED at D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110 020. Ph. No.: 011-40450193-97, 011-26812682-83.

Thanking you,

**For and on Behalf of the Board
For Maryada Commercial Enterprises
and Investment Company Limited**

Date: 29th August, 2019

Place: New Delhi

**Sd/-
Pawan Kumar Aggarwal
Director
DIN: 00079230**

Date:

To,
Skyline Financial Services Private Limited
D-153 A, 1st Floor,
Okhla Industrial Area, Phase-I,
New Delhi-110020

Unit: Maryada Commercial Enterprises and Investment Company Limited

Dear Sir,

I/we hereby request you to update my/our below mentioned details in your records with respect to the shareholding in Maryada Commercial Enterprises and Investment Company Limited.

Name of Shareholder(s)			
Folio No.(s)			
PAN	First Holder	Second Holder	Third Holder
Bank Name & Branch Address			
Bank A/c. No.			
IFSC Code			
MICR Code			
Email ID			
DP ID/Client ID			

I/we hereby declare that the particulars given hereinabove are correct and complete.

Signature of Shareholder(s) - First Holder Second Holder Third Holder

- Encl.: 1. Self- attested copy of PAN card of all the Shareholders in case of joint holding.
2. Original cancelled cheque / Bank Passbook/Statement attested by the Bank.**