



**PAWANSUT HOLDINGS LIMITED
ANNUAL REPORT 2018-19**

NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY- FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S PAWANSUT HOLDINGS LIMITED (CIN: L65929DL1984PLC019506) WILL BE HELD ON MONDAY, 30TH SEPTEMBER, 2019 AT 12:30 P.M. AT SHALIMAR BAGH CLUB, PLOT NO.-9, B- BLOCK, COMMUNITY CENTRE, CLUB ROAD, SHALIMAR BAGH, DELHI-110088 TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS

- To receive, consider and adopt Audited Financial Statements of the Company consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors thereon.
- To appoint a Director in place of Mr. Ram Kishore Bansal (DIN: 05195812), who retires by rotation, and being eligible, offers himself for re-appointment

**By order of the Board of Directors
For PAWANSUT HOLDINGS LIMITED
Sd/-**

**Place : DELHI
Date : 02-09-2019**

**(Ram Kishore Bansal)
Managing Director
DIN: 05195812**

Registered Office:

415, Usha Kiran Building,
Commercial Complex,
Azadpur, Delhi-110033

NOTES:-

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE VALID MUST BE DULY FILLED IN ALL RESPECTS AND SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
 - Pursuant to the provisions of the Companies Act, 2013 (hereinafter called "the Act") and the Rules made thereunder a person can act as proxy on behalf of the Members not exceeding 50 (fifty) in number and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. A member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
- Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with the specimen signature(s) of their representative(s) who are authorized to attend and vote on their behalf at

the Meeting.

- The relevant information as required under in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015 in respect of the Directors seeking appointment/re-appointment is annexed to this notice. The Directors have furnished the requisite consents/declarations for their appointment/reappointment.
- The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 27th September, 2019 to Monday, 30th September, 2019 (both days inclusive) in terms of the provision of Section 91 of the Companies Act, 2013.
- Members are requested to:-
 - note that copies of Annual Report will not be distributed at the Annual General Meeting and they will have to bring their copies of Annual Report;
 - deliver duly completed and signed Attendance Slip at the entrance of the meeting venue as entry to the venue will be strictly on the basis of the Entry Slip available at the counters at the venue to be exchanged with the Attendance Slip;
 - quote their Folio / Client ID & DP ID Nos. in all correspondence;
 - note that no gifts / coupons will be distributed at the Annual General Meeting.
- An Attendance Slip and proxy form have been enclosed with the notice. Members, Proxies and Authorized Representatives are requested to bring to the Meeting, the attendance slips enclosed herewith duly completed and signed mentioning therein details of their DPID and Client ID/Folio No.
- The Proxy form must be deposited at the Registered Office of the Company not later than 48 hours before the scheduled hour of commencement of the meeting.
- Inspection of Documents** : Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days, during the office hours except Saturdays, Sundays and all public holidays up to the date of the Meeting.
- Ministry of Corporate Affairs, Government of India vide its General Circular dated April 21, 2011 and April 29, 2011 has taken "Green Initiative in Corporate Governance" allowing paperless compliances of law through electronic mode. These Circulars permit the Companies to send various Notices/Documents to its shareholders through electronic mode to the registered e-mail addresses of the shareholders. This move by the Ministry is welcome since it benefits society at large reduction in consumption of paper and it also contributes towards greener planet.
- SEBI, vide its Circular No. SEBI/LAD-NRO/ GN/2018/24 dated June 8, 2018, amended Regulation 40 of SEBI Listing Regulations pursuant to which after December 5, 2018 transfer of securities could not be processed unless the securities are held in the dematerialized form with a depository. The said deadline has been extended by SEBI to March 31, 2019.
- Members holding shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode as per extension of the deadline announced by SEBI.
- As a measure of economy, copies of the Annual Report will not be distributed at the venue of AGM. Members are requested to bring their copies of the Annual Report to the meeting.

Regd. Office : 415, Usha Kiran Building, Commercial Complex, Azadpur, Delhi-110033

Ph. : 011-45689333 Fax : 011-27676399

Email : pawansutholdingsltd@gmail.com ; Web : www.pawansutholdings.com

NOTICE (continued)

13. Members holding shares in physical form are requested to intimate any change in address, change of name, bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, e-mail address, contact numbers, etc., to the Company's Registrar & Transfer Agents, Beetal Financial & Computer Services (P) Ltd, 3rd floor 99, Near Dada Harsukh Das Mandir, New Delhi 110062 (Telephone Number 011- 29961281-83 & E-Mail id beetalrta@gmail.com & Website: www.beetalfinancial.com) for providing efficient and better services. Members holding shares in dematerialized form are requested to intimate such changes to their respective depository participants.
14. Members may note that Annual Report for 2018-19 including Notice of Thirty- Fifth Annual General Meeting will also be available on Company's website www.pawansutholdings.com for your download.
15. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days prior to meeting, so as to enable the management to keep the information ready.
16. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Beetal Financial Services Private Limited.
17. For the immediate reference, route map for reaching the venue of the Annual General Meeting Hall is attached as per the requirements of the Secretarial Standard-2 on "General Meetings".
18. **VOTING THROUGH ELECTRONIC MEANS**
 - I. Pursuant to provisions of Section 108 of the Companies Act, 2013 read with corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through electronic voting (e-voting) service facilitated by the National Securities Depository Limited (NSDL). The facility for voting will also be made available at the AGM, and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper or polling paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
 - II. The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.
 - III. The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or www.pawansutholdings.com
 - IV. **The e-voting period commences on 27th September, 2019 (10:00 am) and ends on 29th September, 2019 (5:00 pm).** During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - V. 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 September 23, 2019.
 - VI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 23, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or beetalrta@gmail.com. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- VII. **The procedure to login to e-Voting website consists of two steps as detailed hereunder:**

Step 1 : Log-in to NSDL e-Voting system

 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under "Shareholders" section.
 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
 4. Your User ID details will be as per details given below :
 - a) **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
 5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of "Pawansut Holdings Limited".
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e - mail deepak.kukreja@dmkassociates.in, shivanimdkassociates13@gmail.com to with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- VIII. Mr. Deepak Kukreja and Ms. Shivani Agarwal, Company Secretary in Practice of M/s. Deepak Kukreja & Associates, has been appointed for 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.
- IX. 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 Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- X. The Scrutinizer shall after the conclusion of voting at the Annual general meeting, will 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 make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

Further, in accordance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company shall submit to the Stock Exchange, details of the voting results in the prescribed format within 48 (Forty Eight) hours of conclusion of the Annual General Meeting. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.pawansutholdings.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

- XI. The results of voting (including e-voting or otherwise) shall be aggregated and declared on or after the Annual General Meeting of the Company. The results of the e-voting and ballot paper shall be aggregated and declared not later than 48 (Forty eight) hours of conclusion of the AGM. The results

declared along with the Scrutinizer's Report shall be placed on the Company's website www.pawansutholdings.com and on the website of NSDL immediately and communicated to BSE Limited. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.

ITEM NO.-2

INFORMATION AS REQUIRED UNDER REGULATION 36 OF THE SEBI (Listing Obligation and Disclosure Requirement) REGULATIONS, 2015:

Re-appointment of Mr. Ram Kishore Bansal as a Director liable to retire by rotation:

Mr. Ram Kishore Bansal was appointed as a Director or Managing Director of the Company on 13th November, 2017. He is liable to retire by rotation at the 35TH Annual general Meeting and being eligible has offered himself for re-appointment. His brief resume and nature of his expertise in specific functional area is provided in the annual report. Names of other listed companies in which he holds directorship and committee membership as referred in Regulation 36 of The SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as per his disclosure to the Board for the financial year 2019-20 are given below:

**BRIEF RESUME OF THE DIRECTOR SEEKING
APPOINTMENT/ RE-APPOINTMENT AT THE 35th
ANNUAL GENERAL MEETING IN COMPLIANCE WITH
REGULATION 26(4), 36(3) OF SEBI (LODR), 2015
AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2).**

ANNEXURE -1

Name	Mr. Ram Kishore Bansal
Date of Birth	January, 13, 1961
Date of Appointment	November 13, 2017
Director Identification Number (DIN)	05195812
Qualifications	Bachelor's Degree in Commerce.
Expertise in specific Functional area	He expertise lies in developing Company's Strategic vision and developing Business alliances
Directorship held in other Listed Companies	NIL
Membership/Chairmanship of Committees In other listed entities other than PHL	NIL
Number of shares held in the Company	NIL
Relationship with other Directors/ Manager/KMP	-
No. of Board Meetings attended during the year	10

LOCATION MAP OF SHALIMAR BAGH CLUB

