



**SREI EQUIPMENT FINANCE LIMITED**

CIN: U70101WB2006PLC109898

Registered Office : 'Vishwakarma'

86C, Topsia Road (South), Kolkata - 700 046

Tel No. 033 – 6160 7734, Fax No. 033 – 2285 7542

Website : www.sreiequipment.com, Email : investor.sefl@srei.com

**NOTICE**

**NOTICE** is hereby given that the 13th (Thirteenth) Annual General Meeting (AGM) of the Members of Srei Equipment Finance Limited ('the Company') will be held on **Thursday, 20th June, 2019 at 11.00 a.m. at the Registered Office of the Company at 'Vishwakarma,' 86C Topsia Road (South), Kolkata – 700 046** to transact the following business:

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, and the report of Board of Directors and Auditors thereon.
2. To elect a Director in place of Mr. Sunil Kanoria (holding DIN 00421564) who retires by rotation at this AGM and being eligible, offers himself for reappointment.
3. To consider the appointment of Statutory Auditors of the Company, and to fix their remuneration and to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable laws, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), G. P. Agrawal & Co., Chartered Accountants having registration no. 302082E allotted by The Institute of Chartered Accountants of India (ICAI) be and is hereby appointed as the Statutory Auditor of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of the 13th (Thirteenth) Annual General Meeting till the conclusion of the 18th (Eighteenth) Annual General Meeting of the Company, at such remuneration as may be mutually agreed upon between the Statutory Auditors and the Board of Directors or any Committee thereof;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of the Company be and is hereby authorised to do all such acts, deeds, matters and things and give such directions as it may in its sole discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to delegate to the extent permitted by law, all or any of the powers herein conferred to any Director(s) or any Key Managerial Personnel (KMPs) of the Company.”

**SPECIAL BUSINESS :**

4. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Schedule IV to the Act, Articles of Association of the Company, Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, Nomination and Remuneration Policy, Policy on Board Diversity and Policy on “Fit and Proper” criteria for Directors of the Company, and upon the recommendation of Nomination and Remuneration Committee, Mr. Ashwani Kumar (holding DIN 02870681), who was appointed as an Additional Director (Category – Independent Director) of the Company with effect from 1st February, 2019 and who holds office upto the date of this Annual General Meeting and in respect of whom Notice has been received from a Member of the Company under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation for a period of 5 (five) consecutive years from the date of the Thirteenth Annual General Meeting or any adjournment, thereof, of the Company;

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, Mr. Ashwani Kumar be paid such fees, remuneration and profit linked commission as the Board of Directors of the Company (including any Committee thereof) may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.”

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

**“RESOLVED THAT** pursuant to the provisions of Section 152, 196, 197, 198 and 203, Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 (Act) (including any statutory modification(s) or re-enactment thereof for the time being in force), Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, Articles of Association of the Company, Srei Equipment Finance Limited Nomination and Remuneration Policy, recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors and such other authorities as may be required, consent of the Company be and is hereby accorded to appointment of Mr. Hemant Kanoria (holding DIN 00193015) as Chairman of the Company, liable to retire by rotation, w.e.f. 1st March, 2019 for the remaining period of his appointment i.e. till 31st October, 2023, on the remuneration mentioned herein below and other terms and conditions as set out in the draft agreement (“Agreement”) to be entered into between the Company and Mr. Hemant Kanoria, a copy of which is placed before the meeting and the terms of which are set out briefly herein below:

- a) **Designation:**

Upto 28th February, 2019	Chairman & Managing Director
With effect from 1st March, 2019	Chairman

- b) **Term of appointment:**  
1st March, 2019 till 31st October, 2023.
- c) **Salary:**  
Salary of Rs. 30,00,000/- (Rupees Thirty Lakhs only) per month with authority to the Board to increase the same from time to time.
- d) **Commission:**  
1% (One per cent) of the net profits of the Company as per Audited Profit and Loss Account per year or such other amount as may be decided by the Board in its absolute discretion upon recommendation of the Nomination and Remuneration Committee, for each financial year (or part thereof), subject, however, that the total remuneration (i.e. Salary, Commission and Perquisites) in any one financial year shall not exceed the limits prescribed from time to time under Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act, as may for the time being be in force.
- e) **Ex-gratia:**  
Ex-gratia payment of 1 (one) month's salary per annum or such other higher sum as may be decided by the Board of the Company.
- f) **Perquisites:**  
In addition to the aforesaid, the Chairman shall be entitled to the following perquisites:
- i) **Housing:**  
Fully furnished residential accommodation including expenses relating to furniture, gas, electricity, water and other utilities.
- ii) **Medical Reimbursement:**  
Reimbursement of actual medical expenses incurred in India and / or abroad including hospitalization, nursing home and surgical charges for self and family.
- iii) **Leave Travel Concession:**  
Reimbursement of actual travelling expenses, for proceeding on leave, once in a year in respect of self and family upto a maximum of one month's salary.
- iv) **Club Fees:**  
Reimbursement of membership fees for clubs in India and / or abroad, including admission and life membership fees.
- v) **Personal Accident Insurance:**  
Payment of premium in respect of one Personal Accident Insurance Policy.
- vi) **Contribution to Provident Fund, Superannuation Fund and Annuity Fund**  
The Company's contribution to Provident Fund or Superannuation or Annuity Fund as per the rules of the Company, applicable for senior executives of the Company or such higher contribution as may be decided by the Board.
- vii) **Gratuity:**  
Gratuity at a rate of half month's salary for each completed year of service or at such higher rate to be decided by the Board of Directors not exceeding one month's salary for each completed year of service as per the rules of the Company.

viii) **Leave:**

Entitled for leave with full pay or encashment thereof as per the rules of the Company.

ix) **Entertainment Expenses:**

Entitled for reimbursement of entertainment and all other expenses incurred for the business of the Company as per the rules of the Company.

x) **Other Perquisites:**

Subject to overall ceiling on remuneration prescribed in Schedule V to the Companies Act, 2013, the Chairman may be given any other allowances, performance incentives, benefits and perquisites as the Board of Directors may from time to time decide.

**Explanation:**

Perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in absence of any such rule, perquisites shall be evaluated at actual cost.

Company's contribution to Provident Fund or Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the Income Tax Act, gratuity payable as per the rules of the Company and encashment of leave at the end of his tenure, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

g) **Amenities:**

i. **Conveyance Facilities:**

The Company shall provide suitable conveyance facilities to the Chairman as may be required by him.

ii. **Telephone, telefax and other communication facilities:**

The Company shall provide telephone, telefax and other communication facilities at the Chairman's residence.

h) **Overall Remuneration:**

The aggregate of salary, commission and perquisites payable to Mr. Hemant Kanoria, Chairman, in any financial year shall not exceed the limits from time to time under Sections 196 and 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the said Act as may be for time being in force.

Since Mr. Hemant Kanoria is also a managerial personnel of and drawing remuneration from Srei Infrastructure Finance Limited, holding company, the total remuneration to be drawn from Srei Infrastructure Finance Limited and the Company shall not exceed the higher maximum limit admissible from any one of the Companies of which Mr. Hemant Kanoria is a managerial personnel.

i) **Minimum Remuneration:**

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Chairman, the payment of salary, perquisites, commission and other allowances shall be as approved by the Board and be governed by the limits prescribed under Part II of Schedule V to the Companies Act, 2013.

- j) Subject to the superintendence, control and directions of the Board, the Chairman shall be in charge of the management of the affairs of the Company and he shall perform such duties and functions as would be commensurate with his position as Chairman of the Company and as may be delegated to him from time to time by the Board of Directors under the Articles of Association of the Company or under the Companies Act, 2013 and rules framed thereunder.
- k) The Board may at the recommendation of the Nomination and Remuneration Committee increase, alter or vary the remuneration, perquisites and other terms and conditions including monetary value thereof as set out in this agreement depending on the Company's performance.
- l) The Chairman shall not be paid any sitting fee for attending meetings of the Board of Directors or Committee(s) thereof.
- m) Subject to the provisions of Companies Act, 2013, the Chairman shall, while he continues to hold office of the Chairman, be subject to retirement by rotation but he shall ipso facto immediately cease to be Chairman if he ceases to hold office of Director for any cause. However, the Chairman re-appointed as a Director of the Company immediately on retirement by rotation, shall continue to hold his office as Chairman and such re-appointment as such Director shall not be deemed to constitute a break in his appointment / service as Chairman of the Company.”

**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as “Board” which term shall be deemed to include any authorized Committee of the Board) be and is hereby authorized to alter and vary the terms and conditions of appointment, at any time(s) and from time to time and in such manner as the Board may deem fit subject to the overall limits of remuneration specified by this resolution and the Companies Act, 2013;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as may be considered necessary to give effect to the above resolution.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 196, 197, 198 and 203, Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 (Act) (including any statutory modification(s) or re-enactment thereof for the time being in force), Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, Articles of Association of the Company, the Srei Equipment Finance Limited Nomination and Remuneration Policy, recommendation of the Audit Committee and the Nomination and the Remuneration Committee, and the approval of the Board of Directors of the Company and such other authorities as may be required, consent of the Company be and is hereby accorded to the appointment of Mr. Devendra Kumar Vyas (DIN 00651362), who was appointed as an Additional Director (Category – Executive Director) of the Company with effect from 1st February, 2019 and who holds office upto the date of this Annual General Meeting, as the Managing Director (MD) of the Company, liable to retire by rotation, for a period of 5 (five) years with effect from 1st February, 2019 till 31st January, 2024 on the

remuneration mentioned herein below and other terms and conditions as set out in the draft Agreement to be entered into between the Company and Mr. Devendra Kumar Vyas (DIN 00651362), a copy whereof was placed before this meeting, which is hereby specifically approved with liberty to the Board of Directors (hereinafter referred to as “Board” which term shall be deemed to include any authorised Committee of the Board) to alter or vary the terms of remuneration and perquisites including monetary value thereof as set out in the draft agreement (“Agreement”) to be entered into between the Company and Mr. Devendra Kumar Vyas, at any time(s) and from time to time and in such manner as the Board of Directors may deem fit –

- a) **Basic Salary:**  
Basic Salary of Rs. 12,00,000/- (Rupees Twelve Lakhs only) per month with authority to the Board to revise the same from time to time.
- b) **House Rent Allowance:**  
House Rent Allowance at the rate of 50% (fifty per cent) of basic salary.
- c) **Ex-gratia:**  
Ex-gratia payment of 1 (one) month’s salary per annum or such other higher sum as may be decided by the Board of the Company.
- d) **Performance Incentive:**  
Annual performance incentive as per policy of the Company and based on the performance of the Company.
- e) **Perquisites:**  
In addition to the aforesaid, the Managing Director shall be entitled to the following perquisites:
  - i) **Medical Reimbursement:**  
Reimbursement of actual medical expenses incurred for self and family, restricted to an amount equivalent to 1 (one) month’s basic salary per annum.
  - ii) **Leave Travel Concession:**  
Reimbursement of actual travelling expenses, for proceeding on leave, once in a year in respect of self and family, restricted to an amount equivalent to 1 (one) month’s basic salary per annum.
  - iii) **Contribution to Provident Fund, Superannuation Fund and Annuity Fund**  
The Company’s contribution to Provident Fund or Superannuation or Annuity Fund as per the rules of the Company, applicable for senior executives of the Company.
  - iv) **Gratuity:**  
Gratuity at a rate of half month's basic salary for each completed year of service or at such higher rate to be decided by the Board of Directors not exceeding 1 (one) month's salary for each completed year of service as per the rules of the Company.
  - v) **Leave:**  
Entitled for leave with full pay or encashment thereof as per the rules of the Company.

- f) **Overall Remuneration:**  
The aggregate of salary, commission and perquisites payable to the Managing Director, in any financial year shall not exceed the limits from time to time under Sections 196 and 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the said Act as may be for time being in force.
- g) **Minimum Remuneration:**  
In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Managing Director, the payment of salary, perquisites, commission and other allowances shall be as approved by the Board and be governed by the limits prescribed under Part II of Schedule V to the Companies Act, 2013.
- h) Subject to the superintendence, control and directions of the Board, the Managing Director shall be in charge of the management of the day to day affairs of the Company and he shall perform such duties and functions as would be commensurate with his position as Managing Director of the Company and as may be delegated to him from time to time by the Board of Directors under the Articles of Association of the Company or under the Companies Act, 2013 and rules framed thereunder.
- i) The Board may at the recommendation of the Nomination and Remuneration Committee increase, alter or vary the remuneration, perquisites and other terms and conditions including monetary value thereof as set out in this agreement depending on the Company's performance.
- j) The Managing Director shall not be paid any sitting fee for attending meetings of the Board of Directors or Committee(s) thereof.
- k) Subject to the provisions of Companies Act, 2013, the Managing Director shall, while he continues to hold office of the Managing Director (MD), be subject to retirement by rotation but he shall ipso facto immediately cease to be Managing Director if he ceases to hold office of Director for any cause. However, the Managing Director re-appointed as a Director of the Company immediately on retirement by rotation, shall continue to hold his office as Managing Director and such re-appointment as such Director shall not be deemed to constitute a break in his appointment / service as Managing Director of the Company;

**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as "Board" which term shall be deemed to include any authorized Committee of the Board) be and is hereby authorized to alter and vary the terms and conditions of appointment, at any time(s) and from time to time and in such manner as the Board may deem fit subject to the overall limits of remuneration specified by this resolution and the Companies Act, 2013;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as may be considered necessary to give effect to the above resolution."

**NOTES:**

1. **PROXIES: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('THE MEETING') IS ENTITLED TO APPOINT A PROXY**

**TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Rules framed thereunder, a person can act as Proxy on behalf of Members not exceeding 50 (fifty) in number and holding in the aggregate not more than 10 (ten) per cent of the total share capital of the Company carrying voting rights. However, a Member holding more than 10 (ten) per cent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as Proxy for any other Member. The Instrument appointing the Proxy, in order to be valid and effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty-eight) hours before the commencement of the Meeting. A proxy form is enclosed/ attached with this Notice. No Proxy Form shall be considered as valid on its receipt after 11.00 a.m. on 18th June, 2019. Proxies submitted on behalf of companies, etc. must be supported by an appropriate resolution / authority, as applicable. Every Member entitled to vote at the Meeting can inspect the proxies lodged with the Company, at any time during the business hours of the Company, during the period beginning 24 (twenty-four) hours before the time fixed for the commencement of the Meeting and ending on the conclusion of the Meeting. However, a prior notice of not less than 3 (three) days in writing of the intention to inspect the proxies lodged shall be required to be provided to the Company.

The Proxy-holder shall prove his identity at the time of attending the Meeting. Proxies are requested to carry photo identification to the venue of the Meeting. Further, when a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy stands automatically revoked.

In case of joint holders attending the Meeting, only such joint holder whose name appears first in the Register of Members will be entitled to vote.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning each item of special business to be transacted at the Meeting is annexed hereto and forms part of the Notice.
3. Physical copies of the Notice of the aforesaid Annual General Meeting (AGM) of the Company along with Attendance Slip and Proxy Form are being sent.
4. Corporate Members are required to send to the Company a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorising their representatives to attend and vote at the AGM.
5. For convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by way of Attendance Slip, which is annexed to this Notice. Members are requested to bring their Attendance Slip, fill up and sign the same at the place provided and hand it over at the entrance of the venue of the Meeting.
6. If any resolution at the AGM is put to vote on a poll, each Member shall be entitled to one vote for every equity share held.
7. All Statutory Registers and other relevant documents referred to in the Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, shall be available for inspection by the Members at the Registered Office and copies thereof shall also be available for inspection at the Corporate Office of the Company on all working days, except



Saturdays, Sundays and public holidays, between 11.00 a.m. and 1.00 p.m. upto the date of the AGM and the same will also be available for inspection at the Meeting. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contract or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the AGM.

8. A Route Map showing directions to reach the venue of the AGM of the Company is given at the end of this Notice as per the requirement of the Secretarial Standard – 2 on “General Meetings” issued by The Institute of Company Secretaries of India (ICSI). The prominent landmark near the Venue is Topsia More.
9. The Notice of the Meeting and Annual Report of the Company for the year ended 31st March, 2019 is uploaded on the Company’s website at [www.sreiequipment.com](http://www.sreiequipment.com) and may be accessed by the Members. Members are requested to bring their copy of the Annual Report to the Meeting.
10. **Information of Directors pursuant to Secretarial Standard – 2 on General Meetings:** At the ensuing Meeting of the Company, Mr. Sunil Kanoria (holding DIN 00421564), Vice Chairman, retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and being eligible, seeks re-appointment.

Further, pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Ashwani Kumar (DIN 02870681) is being proposed to be appointed as an Independent Director of the Company.

Further, Mr. Hemant Kanoria (DIN 00193015), Chairman and Managing Director is being proposed to be appointed as the Chairman of the Company in whole time capacity w.e.f. 1st March, 2019 for the remaining period of his appointment i.e. till 31st October, 2023 pursuant to the provisions of Section 152, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (Act), if any and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Further, Mr. Devendra Kumar Vyas (DIN 00651362) is being proposed to be appointed as the Managing Director (MD) of the Company for a period of 5 (five) years w.e.f. 1st February, 2019 till 31st January, 2024 pursuant to the provisions of Section 152, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (Act), if any and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Pursuant to Para 1.2.5 of the Secretarial Standards – 2 on General Meetings, the particulars of the aforesaid Directors seeking appointment and re-appointment at the AGM are given below:

<b>Name of Director</b>	<b>Mr. Sunil Kanoria (DIN: 00421564)</b>	<b>Mr. Ashwani Kumar (DIN: 02870681)</b>	<b>Mr. Hemant Kanoria (DIN: 00193015)</b>	<b>Mr. Devendra Kumar Vyas (DIN: 00651362)</b>
Date of Birth	04.05.1965 (54 Years)	28.02.1958 (61 Years)	05.08.1962 (56 years)	02.01.1969 (50 years)
Date of Appointment	12.05.2007 (Appointed as Joint Managing Director w.e.f. 02.04.2008).  His tenure of appointment as Joint Managing Director was fixed for a period of 5 (Five) years w.e.f. 1st November, 2013.  He was designated as the Vice Chairman w.e.f. 04.08.2016.  He was re-appointed as the Vice Chairman of the Company for a further period of 5 (five) years with effect from 1st November, 2018 till 31st October, 2023.	01.02.2019 (Additional Director) (Category: Independent Director)	12.05.2007 (Appointed as Vice Chairman and Managing Director w.e.f. 02.04.2008).  His tenure of appointment as Vice Chairman and Managing Director was fixed for a period of 5 (Five) years w.e.f. 1st November, 2013.  In addition to being the Managing Director, he was also designated as the Chairman w.e.f. 17.06.2016.  He was re-appointed as the Chairman and Managing Director for a further period of 5 (five) years with effect from 1st November, 2018 to 31st October, 2023.  He was further appointed as the Chairman of the Company, in whole time capacity, w.e.f. 1st March, 2019 for the remaining tenure of his appointment i.e. till 31st October, 2023.	01.02.2019 (Additional Director) (Category: Executive Director)

Name of Director	Mr. Sunil Kanoria (DIN: 00421564)	Mr. Ashwani Kumar (DIN: 02870681)	Mr. Hemant Kanoria (DIN: 00193015)	Mr. Devendra Kumar Vyas (DIN: 00651362)
Expertise in specific functional areas	He has more than 29 years of experience in the financial services industry. He is the immediate past President of The Associated Chambers of Commerce & Industry of India, nominated Council member of The Institute of Chartered Accountants of India and the former Governing body member of the Construction Industry Development Council (CIDC). He is also presently the Honorary Consul of Spain in Kolkata, with jurisdiction over the State of West Bengal.	He is a seasoned banker having 37 years of banking experience, out of which he was the Chairman and Managing Director (CMD) of Dena Bank for 5 (five) years. He has held industry wide leadership positions in multiple organizations, which includes being the Executive Director of Corporation Bank, Chairman of Indian Banking Association, President of Indian Institute of Banking & Finance (IIBF) and Chairman of Institute of Banking Personnel Selection (IBPS) among many others. He was also a Board Member of the Life Insurance Corporation of India (LIC) wherein he also served as the Chairman of its Audit Committee and Risk Management Committee.	He has over 39 years of experience in industry, trade and financial services. He is currently serving as Board Member in the Indian Institute of Information Technology, Guwahati, Neotia University and New Delhi Institute of Management. He has held several prestigious positions like President of Calcutta Chamber of Commerce, Chairman of the FICCI National Committee on Infrastructure and served on the Board of Governors of Indian Institute of Management, Calcutta (IIM-C) besides being a past Member of the Regional Direct Taxes Advisory Committee, Government of India.	He has been associated with the Group since 1997. He is an associate member of the Institute of Chartered Accountants of India (“ICAI”). He has over two decades of experience in the financial services sector. He is the chairman of the ASSOCHAM National Council on Construction Equipment & Tunneling. Further, he is a member of the Governing Council of Indian Construction Equipment Manufacturers’ Association. He is also a life member of the Association of Corporate Advisors and Executives, Kolkata. He is also a member of PHD Chamber of Commerce and Industry.
Qualification	FCA	Master of Science, Lucknow University, Certified Associate of Indian Institute of Bankers from Indian Institute of Banking & Finance (IIBF), India	B. Com. (Hons.)	B. Com, ACA

Name of Director	Mr. Sunil Kanoria (DIN: 00421564)	Mr. Ashwani Kumar (DIN: 02870681)	Mr. Hemant Kanoria (DIN: 00193015)	Mr. Devendra Kumar Vyas (DIN: 00651362)
List of outside Directorships held	<ul style="list-style-type: none"> <li>• Srei Infrastructure Finance Limited</li> <li>• The Council of EU Chambers of Commerce in India</li> <li>• Grupo Empresarial San Jose, S. A.</li> </ul>	<ul style="list-style-type: none"> <li>• Gujarat Sidhee Cement Limited</li> <li>• Saurashtra Cement Limited</li> <li>• IDBI Capital Markets and Securities Limited</li> </ul>	<ul style="list-style-type: none"> <li>• Srei Infrastructure Finance Limited</li> <li>• India Power Corporation Limited</li> <li>• Austrian Anadi Bank AG, Austria</li> <li>• Dual-vet Skill Development Forum</li> </ul>	Nil
Chairman/Member of the Committees of Board of Directors of the Company	Audit Committee – Member Stakeholders Relationship Committee – Member Committee of Directors – Member Credit and Investment Committee – Member Asset Liability Management Committee – Member Corporate Social Responsibility Committee – Member IT Strategy Committee – Member	Audit Committee – Member Nomination and Remuneration Committee – Chairman Risk Committee – Member Asset Liability Management Committee – Member IT Strategy Committee – Chairman	Corporate Social Responsibility Committee – Chairman Committee of Directors – Chairman Credit and Investment Committee – Member Asset Liability Management Committee – Member Risk Committee – Member	Stakeholders Relationship Committee – Member Committee of Directors – Member Credit and Investment Committee – Member Asset Liability Management Committee – Member IT Strategy Committee – Member
Chairman/Member of the Committees of Board of Directors of other Indian Public Limited Companies in which he is a Director –				

<b>Name of Director</b>	<b>Mr. Sunil Kanoria (DIN: 00421564)</b>	<b>Mr. Ashwani Kumar (DIN: 02870681)</b>	<b>Mr. Hemant Kanoria (DIN: 00193015)</b>	<b>Mr. Devendra Kumar Vyas (DIN: 00651362)</b>
a) Audit Committee	1 (Chairman - Nil) • Srei Infrastructure Finance Limited	1 (Chairman – Nil) • IDBI Capital Markets and Securities Limited	Nil	Nil
b) Stakeholders' Relationship Committee	1 (Chairman - Nil) • Srei Infrastructure Finance Limited	Nil	2 (Chairman – 1) • Srei Infrastructure Finance Limited • India Power Corporation Limited (Chairman)	Nil
c) Nomination and Remuneration Committee	Nil	Nil	1 (Chairman - Nil) • India Power Corporation Limited	Nil
d) Corporate Social Responsibility Committee	1 (Chairman – Nil) • Srei Infrastructure Finance Limited	1 (Chairman – Nil) • IDBI Capital Markets and Securities Limited (Chairman)	2 (Chairman - 2) • Srei Infrastructure Finance Limited (Chairman) • India Power Corporation Limited (Chairman)	Nil
Shareholding in the Company	1 Equity Share (as Nominee of Srei Infrastructure Finance Limited)	Nil	1 Equity Share (as Nominee of Srei Infrastructure Finance Limited)	Nil
Relationship with other Directors, Managers and KMPs	Mr. Hemant Kanoria, Chairman is the brother of Mr. Sunil Kanoria (Vice Chairman)	–	Mr. Sunil Kanoria, Vice Chairman (Category: Executive) is the brother of Mr. Hemant Kanoria (Chairman)	–

<b>Name of Director</b>	<b>Mr. Sunil Kanoria (DIN: 00421564)</b>	<b>Mr. Ashwani Kumar (DIN: 02870681)</b>	<b>Mr. Hemant Kanoria (DIN: 00193015)</b>	<b>Mr. Devendra Kumar Vyas (DIN: 00651362)</b>
No. of Board Meetings attended during Financial Year 2018-19 [out of 7 (Seven) held]	6 (Six)	2 (Two)  [2 (Two) Meetings were held during his tenure]	6 (Six)	2 (Two)  [2 (Two) Meetings were held during his tenure]
Terms and conditions of Appointment or Re-appointment	In accordance with the Agreement dated 10th May, 2018 executed between Mr. Sunil Kanoria and the Company.	Not liable to retire by rotation.	In accordance with the Agreement to be executed between Mr. Hemant Kanoria and the Company. The terms and conditions are also stated in Resolution No. 5 of the Notice.	In accordance with the Agreement to be executed between Mr. Devendra Kumar Vyas and the Company. The terms and conditions are also stated in Resolution No. 6 of the Notice.
Details of Remuneration (Salary, Sitting Fees and Commission) sought to be paid and the Remuneration last drawn ➤ FY 2017-18 ➤ FY 2018-19	Rs. 6,84,56,175 Rs. 7,61,45,374  Further, the Remuneration to be paid to Mr. Sunil Kanoria shall be in accordance with the Agreement dated 10th	- Rs. 2,25,000	Rs. 6,78,45,509 Rs. 7,56,57,866  Further, the Remuneration to be paid to Mr. Hemant Kanoria shall be in accordance with the draft	N.A Rs. 4,01,81,720* *Appointed as Managing Director w.e.f. 01.02.2019  Further, the Remuneration to be paid to Mr. Devendra Kumar Vyas shall be in accordance with the draft

Name of Director	Mr. Sunil Kanoria (DIN: 00421564)	Mr. Ashwani Kumar (DIN: 02870681)	Mr. Hemant Kanoria (DIN: 00193015)	Mr. Devendra Kumar Vyas (DIN: 00651362)
	May, 2018 executed between Mr. Sunil Kanoria and the Company.		agreement between Mr. Hemant Kanoria and the Company, a copy of which is made available for inspection at the Registered Office of the Company as stated in Item No. 5 to the statement pursuant to Section 102 of the Companies Act, 2013.	agreement between Mr. Devendra Kumar Vyas and the Company, a copy of which is made available for inspection at the Registered Office of the Company as stated in Item No. 6 to the statement pursuant to Section 102 of the Companies Act, 2013.

By Order of the Board of Directors  
For **Srei Equipment Finance Limited**

Dated: 17th June, 2019  
Place: Kolkata

Sd/-  
**Ritu Bhojak**  
Company Secretary  
FCS 8532

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

### **Item No. 3**

The term of the existing Statutory Auditors, Deloitte Haskins and Sells, Chartered Accountants having registration No. 302009E allotted by The Institute of Chartered Accountants of India (ICAI) is expiring at the conclusion of the 13th Annual General Meeting (AGM) of the Company. It is thus intended to appoint a Statutory Auditor for a term of 5 (five) consecutive years in terms of Section 139 and other applicable provisions, if any, of the Companies Act, 2013.

It is therefore recommended that G. P. Agrawal & Co., Chartered Accountants having registration no. 302082E allotted by The Institute of Chartered Accountants of India (ICAI) be appointed as the Statutory Auditor of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of the 13th (Thirteenth) Annual General Meeting till the conclusion of the 18th (Eighteenth) Annual General Meeting of the Company.

G. P. Agrawal & Co., Chartered Accountants meets the eligibility, qualifications and other requirements of the Auditors as specified in the Companies Act, 2013 and a certificate to this effect has also been furnished by them. Further, G. P. Agrawal & Co., Chartered Accountants has also provided a certificate to the effect that their appointment as the Statutory Auditor of the Company, if made, would be within the prescribed limit under Section 141 of the Companies Act, 2013.

The Audit Committee of the Company at its meeting held on 17th June, 2019 has recommended the appointment of G. P. Agrawal & Co., Chartered Accountants.

The Directors, therefore, recommend the Resolution to be passed as an Ordinary Resolution by the Members.

None of the other Directors or Key Managerial Personnel (KMPs) of the Company either directly or through their relatives are, in any way, concerned or interested, whether financially or otherwise, in the proposed Resolution, except to the extent of their shareholding, if any, in the Company.

### **Item No. 4**

Mr. Ashwani Kumar is a seasoned banker having 37 (Thirty seven) years of banking experience, out of which he was the Chairman and Managing Director (CMD) of Dena Bank for 5 (five) years. He has held industry wide leadership positions in multiple organizations, which includes being the Executive Director of Corporation Bank, Chairman of Indian Banking Association, President of Indian Institute of Banking & Finance (IIBF) and Chairman of Institute of Banking Personnel Selection (IBPS) among many others. He was also a Board Member of the Life Insurance Corporation of India (LIC) wherein he also served as the Chairman of its Audit Committee and Risk Management Committee. He is a Certified Associate of Indian Institute of Bankers from the Indian Institute of Banking & Finance (IIBF), India and has also attended corporate trainings at the Kellogg School of Management, Chicago, National Institute of Bank Management and Jawaharlal Nehru Institute for Development Banking.

Mr. Ashwani Kumar was appointed as an Additional Director (Category: Independent Director) of the Company w.e.f. 1st February, 2019 pursuant to the provisions of Section 161 of the Companies Act, 2013 and holds office as such upto the date of this Annual General Meeting.

In view of the extensive and rich experience of Mr. Ashwani Kumar and considering the best interests of the Company, it is proposed to appoint him as an Independent Director of the Company for a period of 5 (five) consecutive years from the date of the Thirteenth Annual General Meeting (AGM) of the Company.



The Company has received from Mr. Ashwani Kumar (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013, (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and (iv) Declaration and Undertaking as well as Deed of Covenant as prescribed under Non-Banking Financial Companies – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Ashwani Kumar fulfils the conditions specified in the Companies Act, 2013 & rules made thereunder and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as a Non-Executive and Independent Director of the Company and is independent of the management. Copy of the draft letter of appointment of Mr. Ashwani Kumar as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office & Corporate Office of the Company on all working days, except Saturdays, Sundays and public holidays, between 11.00 a.m. and 1.00 p.m. upto the date of the AGM and can also be viewed on the website of the Company [www.sreiequipment.com](http://www.sreiequipment.com).

Under the Companies Act, 2013 and the Rules framed thereunder, Independent Directors can only receive sitting fees and profit linked commission as may be approved by the Members. Further, the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, provides that all fees / compensation, if any, paid to Non-Executive Directors, including Independent Directors, shall be recommended by the Board of Directors and shall require approval of the Members at General Meeting. Accordingly, approval of the Members is also being sought for the purposes of payment of sitting fees and profit linked commission, which amount may be decided by the Board / Committee of the Company from time to time, subject to the limits prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The Board of Directors is of the opinion that the professional expertise and vast experience of Mr. Ashwani Kumar will be of significant value to the Company.

The Company has also received notice in writing from a Member under Section 160 of the Companies Act, 2013 (the Act) proposing the candidature of Mr. Ashwani Kumar for appointment as an Independent Director of the Company.

The Directors, therefore, recommend the Resolution to be passed as an Ordinary Resolution by the Members.

Mr. Ashwani Kumar and his relatives may be deemed to be concerned or interested in the proposed Resolution in so far as it relates to his own appointment.

Pursuant to Para 1.2.5 of Secretarial Standard – 2 on General Meetings, requisite particulars for Mr. Ashwani Kumar are given at Note 10 of this AGM Notice.

None of the Directors or Key Managerial Personnel (KMPs) of the Company either directly or through their relatives are, in any way, concerned or interested, whether financially or otherwise, in the proposed Resolution, except to the extent of their shareholding, if any, in the Company.

## **Item No. 5**

Mr. Hemant Kanoria (DIN 00193015) was appointed as the Vice Chairman and Managing Director of the Company with effect from 2nd April, 2008. Further, the Members of the Company at the Annual General Meeting held on 1st July, 2014 had re-appointed Mr. Hemant Kanoria as the Vice Chairman and Managing Director of the Company for a period of 5 (five) years beginning from 1st November, 2013 till 31st October, 2018, pursuant to conversion of the Company from a private limited company to a public limited one. Thereafter, the Board of Directors of the Company at its meeting held on 17th June, 2016, had designated Mr. Hemant Kanoria as Chairman & Managing Director (CMD) of the Company for the remainder of his term on the Board, i.e. till 31st October, 2018. Mr. Hemant Kanoria was re-appointed as the Chairman and Managing Director for a further period of 5 (five) years beginning from 1st November, 2018 till 31st October, 2023 with the approval of Members of the Company at their meeting held on 10th May, 2018 in accordance with applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act.

Mr. Hemant Kanoria would now continue as the Chairman as it is proposed to appoint Mr. Devendra Kumar Vyas as the Managing Director. Therefore, Mr. Hemant Kanoria was designated as the Chairman of the Company in whole time capacity w.e.f. 1st March, 2019 for the remaining tenure of his appointment i.e. till 31st October, 2023 by the Board of Directors of the Company at its meeting held on 1st February, 2019 on the recommendation of the Nomination and Remuneration Committee, his office being liable to retirement by rotation, on remuneration and other terms and conditions mentioned in the resolution subject to approval of the Members of the Company and all such statutory approvals as may be required. The proposed remuneration and terms and conditions are stated in Resolution No. 5 of the Notice.

The Company has received from Mr. Hemant Kanoria (i) consent in writing to act as Director, (ii) intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013, and (iii) Declaration and Undertaking as well as Deed of Covenant as prescribed under Non-Banking Financial Companies – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.

The Board of Directors of the Company considers that the appointment of Mr. Hemant Kanoria as Chairman of the Company for the period proposed in the resolution is in the best interests of the Company.

The Directors, therefore, recommend the Resolution to be passed as an Ordinary Resolution by the Members.

The Company has also received notice in writing from a Member under Section 160 of the Companies Act, 2013 (the Act) proposing the candidature of Mr. Hemant Kanoria for appointment as Chairman of the Company.

Pursuant to Section 190 of the Companies Act, 2013, a copy of the Draft Agreement proposed to be entered into between the Company and Mr. Hemant Kanoria is available for inspection by the Members of the Company at the Registered Office of the Company situated at 'Vishwakarma', 86C, Topsia Road (South), Kolkata – 700 046 between 11.00 a.m. to 1.00 p.m. on all working days except Saturday, Sunday and public holidays.

Pursuant to Para 1.2.5 of Secretarial Standard – 2 on General Meetings, requisite particulars for Mr. Hemant Kanoria are given at Note 10 of this AGM Notice.

None of the other Directors or Key Managerial Personnel (KMPs) of the Company or their relatives other than Mr. Hemant Kanoria who may be deemed to be concerned or interested in the proposed Resolution in so far as it relates to his own appointment and remuneration, and Mr. Sunil Kanoria, being a relative (Brother) of Mr. Hemant Kanoria, who may also be deemed to be concerned or interested in the proposed Resolution, are in any way concerned and interested, financially or otherwise, in the proposed resolution.

#### **Item No. 6**

Mr. Devendra Kumar Vyas has been associated with the Srei Group since 1997. He is an Associate Member of The Institute of Chartered Accountants of India (ICAI). He has over two decades of experience in the financial services sector. He is the Chairman of the ASSOCHAM National Council on Construction Equipment & Tunneling. Further, he is a member of the Governing Council of Indian Construction Equipment Manufacturers' Association. He is also a life member of the Association of Corporate Advisors and Executives, Kolkata. He is also a member of PHD Chamber of Commerce and Industry.

Mr. Devendra Kumar Vyas was appointed as the Chief Executive Officer (CEO) of the Company w.e.f 1st January, 2008. He has rendered valuable services as CEO of the Company and has taken the business of the Company and overall growth to higher trajectory. Hence, considering his dedicated and meritorious services towards the growth of the Company, the Board of Directors at its meeting held on 1st February, 2019 had appointed him as an Additional Director (Category – Executive Director) pursuant to the provisions of Section 161 of the Companies Act, 2013 to hold office as such upto the date of this Annual General Meeting and as the Managing Director (MD) of the Company for a period of 5 (five) years beginning from 1st February, 2019 till 31st January, 2024 on recommendation of the Audit Committee and Nomination and the Remuneration Committee, his office being liable to retirement by rotation, on remuneration and other terms and conditions mentioned in the resolution subject to approval of the Members of the Company and all such statutory approvals as may be required. The proposed remuneration and terms and conditions are stated in Resolution No. 6 of the Notice.

The Company has received from Mr. Devendra Kumar Vyas (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013, and (iii) Declaration and Undertaking as well as Deed of Covenant as prescribed under Non-Banking Financial Companies – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.

The Board of Directors of the Company considers that the appointment of Mr. Devendra Kumar Vyas as Managing Director of the Company for the period proposed in the resolution is in the best interests of the Company.

The Directors, therefore, recommend the Resolution to be passed as an Ordinary Resolution by the Members.

The Company has also received notice in writing from a Member under Section 160 of the Companies Act, 2013 (the Act) proposing the candidature of Mr. Devendra Kumar Vyas for appointment as Managing Director of the Company.

Pursuant to Section 190 of the Companies Act, 2013, a copy of the Draft Agreement proposed to be entered into between the Company and Mr. Devendra Kumar Vyas is available for inspection by

the Members of the Company at the Registered Office of the Company situated at ‘Vishwakarma’, 86C, Topsia Road (South), Kolkata – 700 046 between 11.00 a.m. to 1.00 p.m. on all working days except Saturday, Sunday and public holidays.

Mr. Devendra Kumar Vyas and his relatives may be deemed to be concerned or interested in the proposed Resolution in so far as it relates to his own appointment.

Pursuant to Para 1.2.5 of Secretarial Standard – 2 on General Meetings, requisite particulars for Mr. Devendra Kumar Vyas are given at Note 10 of this AGM Notice.

None of the Directors or Key Managerial Personnel (KMPs) of the Company either directly or through their relatives are, in any way, concerned or interested, whether financially or otherwise, in the proposed Resolution, except to the extent of their shareholding, if any, in the Company.

By Order of the Board of Directors  
For **Srei Equipment Finance Limited**

Dated: 17th June, 2019  
Place: Kolkata

**Sd/-**  
**Ritu Bhojak**  
**Company Secretary**  
**FCS 8532**



**SREI EQUIPMENT FINANCE LIMITED**

CIN : U70101WB2006PLC109898

Registered Office : 'Vishwakarma'

86C, Topsia Road (South), Kolkata - 700 046

Tel No. 033 – 6160 7734, Fax No. 033 – 2285 7542

Website : www.sreiequipment.com, Email : investor.sefl@srei.com

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN :	U70101WB2006PLC109898		
Name of the Company :	Srei Equipment Finance Limited		
Registered Office :	'Vishwakarma', 86C, Topsia Road (South), Kolkata – 700 046		
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 **Thirteenth Annual General Meeting** of the Company, to be held on Thursday, 20th June, 2019 at 11.00 a.m. at the Registered Office of the Company situated at 'Vishwakarma,' 86C, Topsia Road (South), Kolkata – 700 046 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional)	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2019, and the Reports of the Board of Directors and Auditors thereon.		
2.	Appointment of a Director in place of Mr. Sunil Kanoria (holding DIN 00421564) who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Appointment of G. P. Agrawal & Co., Chartered Accountants as Statutory Auditors of the Company for a period of 5 (five) consecutive years commencing from the financial year 2019-20 till the conclusion of the 18th AGM of the Company.		
<b>Special Business</b>			
4.	Appointment of Mr. Ashwani Kumar (DIN 02870681) as a Non-Executive and Independent Director of the Company.		

5.	Appointment of Mr. Hemant Kanoria (DIN 00193015) as Chairman of the Company w.e.f. 1st March, 2019 for the remaining period of his appointment i.e. till 31st October, 2023.		
6.	Appointment of Mr. Devendra Kumar Vyas (DIN 00651362) as the Managing Director of the Company for a period of 5 (five) years w.e.f 1st February, 2019 till 31st January, 2024.		

Signed this ..... day of ..... 2019.

Signature of Shareholder : \_\_\_\_\_

Signature of 1st Proxy holder : \_\_\_\_\_

Signature of 2nd Proxy holder : \_\_\_\_\_

Signature of 3rd Proxy holder : \_\_\_\_\_

Affix Revenue Stamp
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Note:

1. 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.
2. The Proxy-holder shall prove his identity at the time of attending the Meeting. Proxies are requested to carry photo identification to the venue of the Meeting.
3. When a Member appoints a Proxy and both the Member and Proxy attend the meeting, the Proxy stands automatically revoked.
4. If appointed for more than 50 (fifty) Members, the Proxy shall choose any 50 (fifty) Members and confirm the same to the Company before the commencement of specified period for inspection. In case, the Proxy fails to do so, the Company shall consider only the first 50 (fifty) proxies received as valid.
5. Any alteration or correction made to this Proxy form must be initialled by the signatory/signatories.
6. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.



**SREI EQUIPMENT FINANCE LIMITED**

CIN : U70101WB2006PLC109898

Registered Office : 'Vishwakarma'

86C, Topsia Road (South), Kolkata - 700 046

Tel No. 033 – 6160 7734, Fax No. 033 – 2285 7542

Website : www.sreiequipment.com, Email : investor.sefl@srei.com

**ATTENDANCE SLIP**

DP ID No.*		Regd. Folio No.	
Client ID No.*		No. of Share(s) held	

\*Applicable for shares held in electronic form.

I hereby record my presence at the **Thirteenth Annual General Meeting** of the Company on Thursday, 20th June, 2019 at 11.00 a.m. at the Registered Office of the Company situated at 'Vishwakarma,' 86C, Topsia Road (South), Kolkata – 700 046.

Full name of Shareholder/Proxy \_\_\_\_\_

(IN BLOCK LETTERS)

\_\_\_\_\_  
**Signature of the Shareholder/Proxy**

# Route Map to The Venue of 13th AGM

