

CHITRAKUT HOLDINGS LIMITED

Registered Office : 1/1, Camac Street
3rd Floor, Suite No.7, Kolkata - 700 016
Tele : 22296351/55

Website: www.chitrakutholdings.com E-mail : info@chitrakutholdings.com
CIN : L51909WB1988PLC044765

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(ANNEXURE TO THE NOTICE FOR THE 30TH ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON SATURDAY, 29TH SEPTEMBER, 2018)

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

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

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Saturday, 29th September, 2018 at 11.00 A.M. at 1/1, Camac Street, 3rd Floor, Suite No.7, Kolkata - 700 016 and at any adjournment thereof.

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

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
180814029		

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

Remote e-Voting Start On	Remote e-Voting End On
26.09.2018 10.00 A.M. (IST)	28.09.2018 05.00 P.M. (IST)

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

For Chitrakut Holdings Ltd.

Signature
Name : Nitu Goel
Designation : Company Secretary

Place: Kolkata
Date : 07.08.2018

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

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NOTICE

NOTICE IS HEREBY GIVEN that the Thirtieth Annual General meeting of the members of Chittrakut Holdings Limited will be held at 1/1, Camac Street, 3rd Floor, Suite No.7, Kolkata - 700 016, on Saturday, the 29th day of September, 2018 at 11.00 A.M. to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2018 and Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Kailash Chand Saraogi (DIN: 00007512), who retires by rotation, and being eligible offers himself for reappointment.
3. To appoint a Director in place of Shri Rajendra Kumar Saraogi (DIN: 00007503), who retires by rotation, and being eligible offers himself for reappointment.
4. To re-appoint Auditor and to fix their remuneration. In this connection, to consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the company hereby ratifies the appointment of M/s Vasudeo & Associates FRN - 319299E), Chartered Accountants, 5, Fancy Lane, 3rd Floor, Room No.9, Kolkata - 700 001, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the thirty-first AGM of the Company to be held in the year 2019 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

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NOTES :

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY (IES) TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. The Register of Members & Share Transfer Books of the Company will remain closed from 24th day of September, 2018 to 29th day of September, 2018 (Both days inclusive).
4. All requests for transfer of shares and allied matters along with the relevant transfer deeds and/or share certificates should be sent to the Company's Registrar and Share Transfer Agents, viz., Niche Technologies Pvt. Ltd.
5. The Company's shares are enlisted with NSDL and CDSL for participation into Electronic Depository System operated by them. Its shares are compulsorily to be traded in Electronic Form and the security bears code no. INE228E01011.
6. Members are requested to notify immediately any change in their address to the Registrar and Share Transfer Agents of the Company quoting their folio numbers, to ensure prompt service.
7. Members holding shares in the same name under different folios are requested to apply for consolidation of such folios and send relevant Share Certificates to the Registrar and Share Transfer Agents of the Company.
8. Members are requested to produce the enclosed Attendance Slip at the entrance of the Office and bring their copies of Annual Report to the meeting, as extra copies will not be supplied.
9. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by writing to the Registrar of the Company, M/s. Niche Technologies Private Limited, D-511, Bagree Market, 5th Floor, 71 B.R.B. Basu Road, Kolkata - 700001

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10. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
 11. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM. Members are requested to bring their admission slip along with copy of the Annual Report at the Annual General Meeting.
 12. Members seeking information regarding financial accounts of the Company are requested to write to the Company at least 7 (seven) days before the date of meeting so as to enable the management to keep the information ready.
 13. Re-appointment / Appointment of Directors: Pursuant to clause 49 of the Listing Regulations with the Stock Exchanges, the information in respect of Directors being re-appointment has been provided in the section of Corporate Governance incorporated elsewhere in the Annual Report.

14. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. **The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on 26.09.2018 10.00 A.M. and ends on 28.09.2018 05.00 P.M.. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22.09.2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
 - (iii) Click on "Shareholders" tab.

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- (iv) 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, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none">Please Enter the DOB or Bank Account Number in order to Login.If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. Chittrakut Holdings Ltd. on which you choose to vote.

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- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - (xviii) Note for Institutional Shareholders & Custodians :
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533
 - (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
15. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at navneet904@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 21st September, 2018 upto 5:00 pm without which the vote shall not be treated as valid.

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16. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2018. A person who is not a member as on cut-off date should treat this notice for information purpose only.
 17. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 20th August, 2018.
 18. The shareholders shall have one vote per equity share held by them as on the cut-off date of 22nd September, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 19. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
 20. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
 21. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 22nd September, 2018 are requested to send the written / email communication to the Company at info@chittrakutholdings.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
 22. Mr. Navneet Jhunjunwala, Practising Company Secretary, (Certificate of Practice Number 5184) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 23. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.chittrakutholdings.com and on the website of CDSL. The same will be communicated to the stock exchanges viz. The Calcutta Stock Exchange Ltd. and Metropolitan Stock Exchange of India Ltd.

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INFORMATION REQUIRED TO BE FURNISHED AS PER THE LISTING REGULATIONS

As required under the Listing Regulations, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

- | | |
|---------------------|--|
| 1. Name | Mr. Kailash Chand Saraogi |
| Age | 71 years |
| Qualification | Graduate |
| Expertise | He has extensive experience in finance, investment, trading in Shares and securities and other fields since over 30 years. |
| Other Directorships | 1 (One) |
| 2. Name | Mr. Rajendra Kumar Saraogi |
| Age | 56 years |
| Qualification | Graduate |
| Expertise | He has extensive experience in finance, investment, trading in Shares and securities and other fields since over 30 years. |
| Other Directorships | 3 (Three) |

* Directorship held in Public Limited Company.

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1/1, Camac Street,
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Dated : 07.08.2018

By Order of the Board
Nitu Goel
Company Secretary

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ATTENDANCE SLIP

(To be handed over at the entrance of the meeting Hall)

(Annual General Meeting – 29th September, 2018)

I hereby record my presence at the Annual General Meeting of the Company held on Saturday, 29th September, 2018 at 11.00 AM at 1/1, Camac Street, 3rd Floor, Suite No.7, Kolkata – 700016

Full Name of the member (In BLOCK LETTERS):.....

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

Full Name of Proxy (In BLOCK LETTERS):

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

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Form No. MGT--11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 of the companies (Management and Administration) Rules, 2014]

CIN : L51909WB1988PLC044765
Name of the Company : CHITRAKUT HOLDINGS LIMITED
Registered Office : 1/1, Camac Street, 3rd Floor, Suite No.7, Kolkata - 700 016
Name of the Members :
Registered Address :
E-Mail ID :
Folio No./Client No. :
DP ID :

I/We, being the member(s) ofshares of the above Company, hereby appoint.

1. Name.....Address.....

E-Mail ID : Signature.....Or falling him

2. Name.....Address.....

E-Mail ID : Signature.....Or falling him

3. Name.....Address.....

E-Mail ID : Signature.....Or falling him

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the AGM of the Company, to be held on 29th September, 2018 at 11.00 AM at 1/1, Camac Street, 3rd Floor, Suite No.7, Kolkata - 700 016 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No.	Resolution	For	Against
1.	Ordinary Resolution to Consider and adopt the Audited Financial Statements, Reports of Board of Directors and Auditors		
2.	Ordinary Resolution for Re-Appointment of Shri Kailash Chand Saraogi (DIN: 00007512) who retires by rotation		
3.	Ordinary Resolution for Re-Appointment of Shri Rajendra Kumar Saraogi (DIN : 00007503) who retires by rotation		
4.	Ordinary Resolution for Appointment of Auditors and to fix their Remuneration		

Signed this.....Day of.....2018

Signature of Shareholder(s) Signature of proxy(s).....

Affix
Revenue
Stamp

Notes: 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.