

SALEM ERODE INVESTMENTS LIMITED.

Regd Off: 1st Floor, 14 Motilal Nehru road, Kolkata – 700029
Tel: (033) 2475 – 2834. E-mail: salemrodeinvestmentsltd@gmail.com
CIN: L31200WB1931PLC007116

ANNEXURE TO THE NOTICE DATED 26th AUGUST, 2019 FOR THE 88th ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON MONDAY, THE 26th AUGUST, 2019 AT 11:00 A.M.

Envelope No :

1. Name and Registered Address of Sole/First named Member :
2. Joint Holders Name (If any) :
3. Registered Folio No./ DP ID & Client ID* :
(*Applicable to investors holding shares in demat form)
4. Number 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) will be held on Monday, the 26th day of August, 2019 at 11:00 A.M. at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700017.

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 (E-Voting Sequence Number)	User ID	PAN/Sequence No.
190716013		

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

Remote e-Voting Start On	Remote e-Voting End On
Friday, 23 rd August, 2019 from 10:00 A.M. (IST)	Sunday, 25 th August, 2019 till 05:00P.M. (IST)

Please read the instructions mentioned in the notice of the Annual General Meeting before exercising your vote.

Registered Office:

**14, Motilal Nehru Road,
Kolkata-700017**

**CIN: L31200WB1931PLC007116
Dated: 22/07/2019**

By the Order of the Board of Directors

**SD/-
Bela Parakh
Company Secretary**

Encl: AGM Notice (with Notes)/Attendance Slip/ Proxy Form/ Ballot Form/ Annual Report

SALEM ERODE INVESTMENTS LIMITED.

Regd Off: 1st Floor, 14 Motilal Nehru road, Kolkata – 700029
Tel: (033) 2475 – 2834. E-mail: salemeroideinvestmentsltd@gmail.com
CIN: L31200WB1931PLC007116

NOTICE IS HEREBY GIVEN that the 88th Annual General Meeting (herein after refer to as “AGM”) of the Members of SALEM ERODE INVESTMENTS LIMITED is scheduled to be held at Bhartiya Bhasha Parishad, 36A Shakespeare Sarani, Kolkata – 700017 on the 26th day of August, 2019 at 11.00 A.M to transact the following Business:

ORDINARY BUSINESS

1. To Consider; approve and adopt the Balance Sheets as on 31st March, 2019, the profit and Loss Account and Cash Flow Statement for the year ended on that date together with the Auditors Report thereon and the report of the Board.
2. To appoint Sunil Kumar Kanoria, DIN 00789030, who retire by rotation at this meeting and being eligible offer himself for re-appointment.
3. To Consider and, if thought fit, to pass, with or without modification(s), the following resolution as ORDINARY RESOLUTION.

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any modification(s) and or re-enactment(s) thereof, for the time being in force) and subject to the approval of the members of the company, **M/s. S. Mandal & Co., Chartered Accountants (FRN 314188E)** who was appointed as the Statutory auditor of the company at its 85th Annual General Meeting to hold office for 3 (three) conclusive years up to the conclusion of the 88th Annual General Meeting subject to ratification by the members of the company at every Annual General Meeting, is put in place for appointment by the members of the Company for a period of 5 years from the conclusion of 88th Annual General Meeting till the conclusion of 93rd Annual General Meeting subject to ratification by the members of the company at every Annual General Meeting at such remuneration plus GST, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed upon between the Board of Directors of the Company and the statutory auditor."

For and on Behalf of the Board

S/d

Bela Parakh

Company Secretary.
Membership no : 49847

Place: Kolkata

Date: 22nd July, 2019.

NOTES

1. **A Member entitled to attend and vote at the Annual General Meeting ('AGM') may appoint a proxy to attend and vote in his/her behalf. A proxy need not be a Member of the Company.**

*Proxies, in order to be effective, must be received at the registered office of the company at 14, Motilal Nehru Road, Kolkata – 700 029, at least forty eight hours before the commencement of the AGM i.e. **by 11.00 A.M. on 24th August, 2019.***

2. **Corporate Members are requested to send to the registered office at 14 Motilal Nehru Road, Kolkata – 700029 a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the AGM.**

3. Members are requested to bring their admission slips to the AGM. Kindly note that duplicate admission Slips / or copies of the Report and Accounts will not be provided at the AGM.
4. The Register of Member and the Share Transfer Books of the Company will remain closed from 20th day of August, 2019 to 26th day of August, 2019 (both days inclusive).
5. Members who wish to update or register their e-mail addresses and / or any other relevant detail may do so by writing to the Registrar and Share Transfer Agent (RTA) and / or to the Company.
6. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
7. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to **Niche Technologies Private Limited**, Registrar and Share Transfer Agent of the Company and / or to the company, at its registered address.
8. **Voting through electronic means**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 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 23rd August, 2019 at 10:00 am and ends on 25th August, 2019 at 5:00 pm. During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th August, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting **website www.evotingindia.com** during the voting period
 - (iii) Click on “Shareholders” tab.
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<ul style="list-style-type: none"> * Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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 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. **SALEM ERODE INVESTMENTS LIMITED** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.

- 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.
9. 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 choraria123@vsnl.net with a copy marked to helpdesk.evoting@cdslindia.com on or before 25th August, 2019 up to 5:00 pm without which the vote shall not be treated as valid.
 10. 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 19th August, 2019. A person who is not a member as on cut off date should treat this notice for information purpose only.
 11. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / register of beneficial owners maintained by depositories as at closing hours of business on 19th day of July, 2019.
 12. The shareholders shall have one vote per equity share held by them as on the cut-off date of 19th August, 2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 13. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th August, 2019. The shareholders who are not casting their vote electronically, may only cast their vote at the Annual General Meeting.
 14. 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.
 15. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 19th July, 2019, are requested to send the written / email communication to the Company at salemerodeinvestmentsltd@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
 16. H. M Choraria, (Practicing Company Secretary having Certificate of Practice Number 1499) 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 2 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.
 17. The Results declared along with the Scrutinizer’s Report shall be placed on the website of company and CDSL. The same will be communicated to the listed stock exchanges viz. **BSE LTD**.
 18. Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company to be held on 26th August, 2019 and are provided in **Annexure A** of this Notice

Annexure A

Details of Directors as required to be provided pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting (“SS – 2”) issued by ICSI and approved by the central Government are provided herein below :

Particulars	Mr. Sunil Kumar Kanoria	Ms. Bela Parakh
Age	63 years	28 years
Qualification	Graduate in Commerce	Graduate in Commerce and Qualified Company Secretary from ICSI
Experience	More than 38 years of experience in the Distinguishing area of Operation and Finance, Reporting,.	Above 1 year in the area of SEBI Laws, Corporate Laws, and Economic Law matter.
Terms and Conditions	-	-
Date of Appointment on the Board	04.07.2014	26.04.2019
Shareholding in the company	NIL	NIL
Relationship with other Directors/ KMP	None	None
Number of Board Meetings attended during the year under review	6	N.A
Directorship in other Companies	1. Mozuffarpore Electric Supply Co Ltd. 2. Tara Investments Limited 3. Raj Rajeshwari Projects Pvt Ltd 4. Chaudhary Investments Co Pvt Ltd	NIL
Membership / Chairmanship of Committees of other Board	NIL	NIL

SALEM ERODE INVESTMENTS LIMITED

Regd Off: 1st Floor, 14 Motilal Nehru Road, Kolkata-700029
Tel: (033) 2475 – 2834; E-mail: salemmerodeinvestmentsltd@gmail.com
CIN :L31200WB1931PLC007116

**FORM NO. MGT-11
PROXY FORM**

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

CIN : L31200WB1931PLC007116
Name of the Company : SALEM ERODE INVESTMENTS LTD.
Regd Office : 14 Moti Lal Nehru Road, Kolkata – 700029

Name of the Members :
Registered Address :
E-Mail Id :
Folio No./Client No./ DP ID :

I / We, being the member(s) of..... shares of the above 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: or failing 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 26th day of August, 2019 at 11:00 A.M. at Bhartiya Bhasha Parishad at 36A, Shakespeare Sarani, Kolkata – 700017 and at any adjournment thereof in respect of such resolution(s) as are indicated below.

Sr.	Resolution	For	Agains
1	To Consider; approve and adopt the Standalone Balance Sheet as on 31st March, 2019, the Profit and Loss Account and Cash Flow Statement for the Year ended on that date together with the Auditors Report thereon and the report of the Board.		
2	To appoint Mr. Sunil Kumar Kanoria, DIN 00789030, who retire by rotation at this AGM and being eligible offer himself for re appointment.		
3	Appointment of Auditors and to fix their remuneration.		

Signed this the 22nd day of July, 2019.

Signature of Shareholder.....

Signature of Proxy holder(s).....

Affix
revenue
stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

SALEM ERODE INVESTMENTS LIMITED

Regd Off: 1st Floor, 14 Motilal Nehru Road, Kolkata-700029
Tel :(033) 2475 – 2834 ; E-mail: salemrodeinvestmentsltd@gmail.com
CIN : L31200WB1931PLC007116

ATTENDANCE SLIP

Regd. Folio/DP ID & Client ID	
Name	
Address of the Shareholder	
No. of Shares Held	

(To be handed over at the entrance of the meeting hall) (Annual General Meeting – 26th August, 2019)

1. I hereby record my presence at the 88th Annual General Meeting of the Company, to be held on the 26th day of August, 2019 at 11:00 A.M. at Bhartiya Bhasha Parishad at 36A, Shakespeare Sarani, Kolkata - 700017.
2. Signature of the Shareholder/Proxy Present.

--

3. Shareholder /Proxy holder willing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Share holder /Proxy holder desiring to attend the meeting may bring his/her copy of Annual Report for reference at the meeting.
5. Please read the instructions carefully before exercising your vote.

ELECTRONIC VOTING PARTICULARS

EVSN (E-Voting Sequence Number)	USER – ID	PAN/ SEQUENCE NO.
190716013		

E-Voting Facility is available during the following voting period:

Commencement of E- Voting 23rd day August, 2019 from 10:00 A.M (IST)	End of E- Voting 25th day of August, 2019 till 05:00 P.M. (IST)
---	--

ROUTE MAP

