

Surevin BPO Services Ltd.

(Formely Surevin BPO Services Pvt. Ltd.)

Plot No.40, Mandakini Housing Society,
Behind Reliance Fresh, Kolar Road, Bhopal - 462 042
Phone : +91 755 4278897 E-mail : info@surevin.com
CIN : L74999MP2007PLC019623
www.surevin.com



NOTICE OF ELEVENTH ANNUAL GENERAL MEETING

Notice is hereby given that the Eleventh Annual General Meeting of the members of **SUREVIN BPO SERVICES LIMITED** will be held on Saturday, the 15th Day of September, 2018 at the Registered Office of the Company Situated at 40 Mandakini Housing Society, Behind Reliance Fresh, Kolar Road Bhopal (M.P.) 462036, at 11:00 A.M. to transact the following business:

ORDINARY BUSINESS:

Item No. 01: Adoption of Audited Financial Statements and the Reports of the Board of Directors and Auditor's thereon;

To receive, consider and adopt the Audited Financial Statements (Consisting of Balance Sheet, Statement of Profit & Loss and Cash Flow Statement) of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.

Item No. 02: Appointment of Director in place of Director who retires by Rotation;

To appoint a Director in place of Mr. Abhishek Gupta (DIN: 01260263), who retires by rotation and being eligible, offers himself for re-appointment.

Place: Bhopal

Dated: 21/08/2018



By the order of the Board

A handwritten signature in black ink, appearing to read 'Ashish Soni'.

Ashish Soni

(PAN: HCOPS6623A)

Company Secretary & Compliance Officer

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and to vote instead of himself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.

2. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
3. Corporate members intending to send their authorised representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Brief details of the directors, who are being appointed / re-appointed, are annexed hereto as per requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015/ Secretarial Standards.
5. The requirement to place the matter relating to ratification of appointment of Auditors by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of M/s. Sandeep Mukherjee & Associates, Chartered Accountants, (FRN: 009942-C) statutory Auditors, who were appointed in the 10th Annual General Meeting, held on June 15, 2017 to hold office till the conclusion of the 13th Annual General Meeting.
6. Members / Proxies / Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copies of Annual Report. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.

8. Members desiring any information on the Accounts are requested to write to the company at least 10 days prior to the date of the meeting to enable the management to keep the information ready.
9. The Register of members and the Share Transfer Books of the Company will remain closed from Sunday, 09th day of September, 2018 to Saturday, 15th day of September, 2018 (both days inclusive) for the purpose of this Meeting.
10. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on 08th September, 2018 only shall be entitled to vote at the AGM. The voting rights of member(s) shall be in proportion to their shares in the paid up equity share capital of the Company as on 08th September, 2018.
11. In pursuance of the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company is exempted from giving the Members the facility to cast their vote electronically, through the remote e-voting services on the resolutions set forth in this Notice; however, voting through permitted mode under the Companies Act, 2013 will be allowed at the venue of the Meeting.
12. The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrar and Transfer Agents to record additional details of Members, including their Permanent Account Number details (PAN), e-mail address, etc and the Securities and Exchange Board of India ("SEBI") has also mandated the submission of PAN by every participant in the market. Members holding shares in electronic form are therefore requested to submit their PAN & e-mail address details to their Depository Participants with whom they are maintaining their De-mat accounts. Members holding shares in physical form are requested to submit their PAN & e-mail address to the Company / RTA.
13. Notice of the Meeting is being sent by electronic mode to those member(s) whose e-mail IDs are registered with the Company/Depository Participant(s) unless any member has requested for physical copy of the same. For member(s) who have not registered their e-mail IDs, physical copy of the Notice of the Meeting is being sent in the permitted mode.
14. Members may also note that the Notice of the AGM will be available on the Company's website www.surevin.com under the investor section.
15. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company.
16. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company.
17. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the company to consolidate their holdings in one folio.

18. Members who still hold share in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
19. Members wishing to claim dividends, which had remained unpaid, are requested to contact the Registrar and Share Transfer Agent/ Company. Member are requested to note that the amount of dividend which remains unclaimed for a period of 07 years from the date of transfer to unpaid dividend account will be transferred to the Investor Education and Protection Fund as per provisions of Section 124 & 125 of the Companies Act, 2013.
20. In order to implement the Green Initiatives of the Government, whereby Companies have now been allowed to send/ serve notice(s) / document(s) etc. to their members through electronic mode, your Company hereby requests all its members to register their email ID with the Registrar and Transfer Agent (in case of Physical holding) and with the Depository Participant (in case of Dematerialized holding), if not yet provided, to promote Green Initiative.
21. The Company's Registrar and Transfer Agents (RTA) is SHAREX DYNAMIC (INDIA) PVT. LTD., Unit No.1, Luthra Industrial Premises, Safed Pool Andheri Kurla Road, Andheri, East Mumbai (MH) 400072.

Place: Bhopal

Dated: 21/08/2018



By the order of the Board

A handwritten signature in black ink, appearing to read "Ashish Soni".

Ashish Soni

(PAN: HCOPS6623A)

Company Secretary & Compliance Officer

Information required to be furnished/disclosed as per requirements of Secretarial Standard on General Meetings (SS-2) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Mr. Abhishek Gupta (DIN: 01260263)	
Date of Birth	24/09/1971	
Age	46 years approx.	
Qualification	BE from University of Nagpur	
Expertise in Functional Area	Business	
Experience	Experience of more than 21 years of the similar field/business in which the Company is engaged	
Terms and Conditions of Appointment / Re-appointment	NA (Only varying the terms of Remuneration)	
Remuneration sought to be paid	Rs. 29,40,000/- per annum	
Remuneration last drawn	Rs. 13,38,000/- per annum	
Date of first appointment on the Board	18/06/2007 (Since Incorporation)	
Shareholding in the Company	8,48,090 Equity Shares of Rs. 10/- each	
Relationship with other Directors, Managers and other key Managerial Personnel of the Company	As per Section 2(77) of the Companies Act, 2013, Mr. Abhishek Gupta (DIN: 01260263) is relative of Directors i.e. Husband of Ms. Sonika Gupta (DIN: 01527904), and Son of Mr. Sita Ram Gupta (DIN: 07620362).	
No. of Meetings of the Board attended during the year.	11	
List of other Companies in which Directorships held	Surevin Weartech Private Limited	
List of Membership / Chairmanship in Committees of the Board of the Company	Chairmanship	Membership
	Corporate Social Responsibility Committee	Audit Committee
List of Membership / Chairmanship in Committees of the Board of Other Companies	Chairmanship	Membership
	Nil	Nil
Expertise in Functional Area	Business	
Shareholding of Non-executive Directors of the Company	Not Applicable	

CIN: L74999MP2007PLC019623

SUREVIN BPO SERVICES LIMITED

40 Mandakini Housing Society, Behind Reliance Fresh, Kolar Road Bhopal (M.P.) 462036

ATTENDANCE SLIP

(To be presented at the entrance)

**Eleventh Annual General Meeting on Saturday, 15th September, 2018 at 11:00 A.M.
at 40 Mandakini Housing Society, Behind Reliance Fresh, Kolar Road Bhopal (M.P.) 462036**

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

Name of the Member: Signature:

Name of the Proxyholder: Signature:

I hereby record my presence at the Eleventh Annual General Meeting of the Company held on Saturday, 15th September, 2018 at 11:00 A.M. at 40 Mandakini Housing Society, Behind Reliance Fresh, Kolar Road Bhopal (M.P.) 462036.

1. Only members/Proxyholder can attend the Meeting.
2. Members are requested to produce the above attendance slip, duly signed in accordance with their specimen signatures registered with the Company, for admission to the meeting.
3. Members are informed that no duplicate attendance slips will be issued at the hall.

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SUREVIN BPO SERVICES LIMITED

40 Mandakini Housing Society, Behind Reliance Fresh, Kolar Road Bhopal (M.P.) 462036

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: L74999MP2007PLC019623

Name of the Company: **SUREVIN BPO SERVICES LIMITED**

Registered office: **40, MANDAKINI HOUSING SOCIETY, BEHIND RELIANCE FRESH, KOLAR ROAD, BHOPAL (MP) - 462036**

Name of the Member(s):
Registered address:
E-mail Id:
Folio No/ Clint Id:
DP ID:

I/ We being the member(s) holding 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:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on Saturday, 15th September, 2018 at 11:00 A.M. at the registered office of the Company at 40 Mandakini Housing Society, Behind Reliance Fresh, Kolar Road Bhopal (MP)- 462036 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Item No. 01: Adoption of Audited Financial Statements and the Reports of the Board of Directors and Auditor's thereon;

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Signed this day of..... 2018

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.

Route Map of Venue of Annual General Meeting (Registered Office)

