

# SOFCOM



**SOFCOM Systems Ltd.**  
D-36, Subhash Marg,  
Flat No. 802,  
Sheel Mohar Apartment,  
C- Scheme, Jaipur – 302001  
Tele: 91-141-2340221/2346283  
Fax: 91-141-2348019  
<http://www.sofcomsystems.com>  
Email – [sofcomsystemsltd@gmail.com](mailto:sofcomsystemsltd@gmail.com)  
CIN-L72200RJ1995PLC10192

02<sup>nd</sup> September, 2021

To,  
The Manager (Department of Corporate Affairs)  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai- 400001

**SCRIP CODE: 538923; SCRIP NAME: SOFCOM**

Subject: Notice of 26<sup>th</sup> Annual General Meeting of the company

Dear Sir/Madam,

~~Please find attached herewith Notice of 26<sup>th</sup> Annual General Meeting of the Company, to~~



the valuation report of the shares and which shall not be less than the amount in case the shares were sold to any other purchasers (not being related) and on such other terms and conditions as may be approved by the Board:

S. No.	Name of Purchaser	Number of shares	Consideration
1.	Shri Kishore Mehta	42000	13146000/-
2.	Smt. Asha Mehta	104686	32766718/-

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matter and things, including but not limited to deciding the time, mode, manner, extent of tranches, if required and other terms and conditions of the disinvestment/ sales of the shares as aforesaid, negotiating and finalizing the terms of sale/ offer for sale as may be necessary, desirable and expedient to be agreed, and all incidental and necessary steps for and on behalf of the company and to settle all questions or queries that may arise in the course of implementing this resolution."

By Order of the Board  
For SOFCOM SYSTEMS LIMITED  
CIN: L72200RJ1995PLC010192

Date: September 02, 2021  
Place: Jaipur



A handwritten signature in black ink, appearing to read "Kishore Mehta".

Kishore Mehta  
(Managing Director)  
DIN: 00043865

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated May 5, 2020 and January 13, 2021 read with circular dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020 have permitted the holding of the Annual General Meeting ("AGM") through Video Conference/Other Audio-Visual Means, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars, the 26th AGM of the Company is being held through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.sofcomsystems.com/investor](http://www.sofcomsystems.com/investor). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Company at [sofcomsystemsltd@gmail.com](mailto:sofcomsystemsltd@gmail.com), Registrar and Share Transfer Agent at [evoting@linkintime.co.in](mailto:evoting@linkintime.co.in) or [ashok.sherugar@linkintime.co.in](mailto:ashok.sherugar@linkintime.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
9. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 23<sup>rd</sup> September, 2021 to Wednesday, 29<sup>th</sup> September, 2021 (both days inclusive).
10. In compliance with MCA Circular No. 20/2020 dated 5 May, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020 and owing to the difficulties involved in dispatching of physical copies of the financial statements including Board's Report, Auditor's report or other documents required to be attached therewith (together referred to as Annual Report), the Annual Report for FY 2019-20 and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
11. Members holding shares in electronic form are requested to intimate immediately any change in their



13. Members holding shares in single name and physical form are advised to make nomination in respect of their Shareholding in the Company. The nomination form can be obtained from the Company / RTA.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to RTA for consolidation into a single folio.
15. The Shareholders who wish to make nomination may send their application in prescribed Form No. SH-13 [under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014 which can be obtained from the Company / RTA.
16. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
17. Additional particulars of Directors retiring by rotation and eligible for reappointment pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are mentioned separately in this Annual Report.
18. This Notice and the annual report of the Company circulated to the Members of the Company will be made available on the Company's website at [www.sofcomsystems.com](http://www.sofcomsystems.com) and on the website of NSDL at

- B. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date of 22<sup>nd</sup> September, 2021 only shall be entitled to avail the facility of Remote e-voting as well as voting at the time of AGM.
- C. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- D. The facility for electronic voting shall not be made available at the AGM.
- E. The Members who have cast their votes through remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. However, in case a member casts his/ her vote both by electronic voting at the AGM and by remote e-voting, then voting done through remote-voting shall be considered and voting at the AGM will be treated as invalid.
- F. The remote e-voting facility shall be available from 26<sup>th</sup> September, 2021 (9:00 A.M.) and ends on 28<sup>th</sup> September, 2021 (5:00 P.M.).

Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., cast your vote electronically.

(iv) Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

(v) Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. [Click here](#) to retrieve your initial password.



- ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- (vi) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password.
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical form)

(vii) You can also take the printout of the votes cast by you by clicking on the print option on the

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice

- + In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of Pan card), Aadhar (self-attested scanned copy of Aadhar Card) by email to sofcomsystemsLtd@gmail.com.
- + In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, Pan (self-attested scanned copy of Pan card), Aadhar (self-attested scanned copy of Aadhar Card) to sofcomsystemsLtd@gmail.com.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:

- ✓ The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
- ✓ Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- ✓ The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.
- ✓ Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

Instructions For Members for Attending the AGM Through VC/OAVM Are as Under:

- ✓ Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
- ✓ Members are encouraged to join the Meeting through Laptops for better experience.
- ✓ Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.



- ✓ Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- ✓ Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at sofcomsystemsLtd@gmail.com.
- ✓ Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at sofcomsystemsLtd@gmail.com. The same will be replied by the company suitably.
- ✓ Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

By Order of the Board  
For SOFCOM SYSTEMS LIMITED  
CIN: L72200RJ1995PLC010192

Date: September 02, 2021  
Place: Jaipur



Kishore Mehta  
(Managing Director)  
DIN: 00043865

Item No. 03

The company proposes to disinvest its entire investment of 146586 equity shares having face value of Rs. 10/- each in M/s. [Name of the Company] Private Limited, which is an Associate Company of Sofcom Systems Limited.

The company shall sell off its investments to repay all its debts as it feels that it is in the best interest of the Company and to satisfy the proposed disinvestment in the best interest of the Company.

It is stated that the Board of Directors of the company shall exercise the power to sell, lease or otherwise



Information pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards respect to Appointment/ Re-appointment of Directors

Name of Director	Mr. Nawratan Mall Mehta
Category	Non-Executive Non-Independent Director
DIN	00858126
Date of Birth	23/11/1969

Qualifications

Post Graduate Diploma in Management Course from NIIT LTD.