

Notice is hereby given that the Thirty Eighth Annual General Meeting of the Members of M/s. Authum Investment and Infrastructure Limited will be held on Wednesday, 30th September, 2020 at 4.00 P.M. through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020 and 17/2020 dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 respectively, to transact following business:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 together with the Reports of the Board of Directors and the Report of the Auditors thereon.

To appoint a Director in place of Mr. Navin Kumar Jain (DIN: 00465888), who retires by rotation and being eligible, offers himself for re-appointment.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an

“RESOLVED THAT Mrs. Alpana Dangi (DIN: 01506529) who was appointed as an Additional Director of the Company w.e.f. 30th September, 2019 by the Board of Directors and who holds office upto the date of this Annual General Meeting in terms of Section 161 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, Articles of Association and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors and being eligible, offer herself for appointment, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member signifying his intention to propose Mrs. Alpana Dangi’s candidature for the office of the Director, be and is hereby appointed as a Non-Executive, Non Independent Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.

the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

To consider & if thought fit, to pass with or without modification the following resolution as an

“RESOLVED THAT pursuant to the provision of section 152, and 160 of the companies Act, 2013 and the rules framed hereunder, as amended from time to time (including any statutory modification or reenactment thereof for the time being in force), in context of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), and the Articles of Association of the Company, and in pursuance to recommendation of Nomination and Remuneration Committee of the Company, Mr. Amit Dangi (DIN: 06527044) who was appointed as additional Non-Executive Non-Independent Director of the company under section 161 (1) of Companies Act, 2013 with effect from 14/11/2019 and further redesignated a Whole Time Director with effect from 29/06/2020 and who holds office as such up to the date of Annual General Meeting, and who has consented in writing to act as a director of the company, be and is hereby appointed as a Whole Time Director of the Company on such terms and conditions including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) and remuneration as approved by Board.

the Board of Directors of the Company (including its committee thereof) and the Company Secretary of the Company, be and is hereby severally authorised to file relevant forms with the Registrar of companies and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment”

To consider & if thought fit, to pass with or without modification the following resolution as a

“RESOLVED THAT pursuant to the provisions of the Sections 196, 197, 203, 188 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or reenactment thereof for the time being in force) in context of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), and the Articles of Association of the Company, and in pursuance to recommendation of Nomination and Remuneration Committee of the Company, approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Amit Dangi (DIN: 06527044) a Whole Time Director of the Company for a period of Five years w.e.f. 29th June, 2020 and whose office is liable to retire by rotation.

he aggregate amounts of Managerial Remuneration to be paid to Mr. Amit Dangi individually which shall be within the overall ceiling limit as laid down in Section 197 and other applicable provisions of the Companies Act, 2013 and any amendment thereof.

pursuant to the provisions of sections 188(1), 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 Mr. Amit Dangi holding office or place of profit, a Whole Time Director and Chief Financial Officer-of the Company (nephew of Mrs. Alpna Dangi, Non-Executive Non-Independent Director of the Company), shall draw remuneration for an amount not exceeding Rupees 45 lakhs p.a.

the Nomination & Remuneration Committee/Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of Mr. Amit Dangi holding office or place of profit, within the maximum limit approved by the shareholders.

the Board of Directors (including a Committee thereof) be and is hereby authorized to do all such things, deeds and matters and acts as may be required to give effect to this resolution.”

To consider & if thought fit, to pass with or without modification the following resolution as

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV of the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Mr. Vinit Parikh (DIN: 01461830), who was appointed as an Additional Independent Director by the Board of Directors in their meeting held on 30th September, 2019 and holds office up to the ensuing Annual General Meeting, is eligible for appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing with effect from 38th Annual General Meeting i.e. 30th September, 2020 till 43rd Annual General Meeting of the Company.”

To consider & if thought fit, to pass with or without modification the following resolution as

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV of the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Mr. Vimal Ajmera (DIN: 07011895), who was appointed as an Additional Independent Director by the Board of Directors in their meeting held on 30th September, 2019 and holds office up to the ensuing Annual General Meeting, is eligible for appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing with effect from 38th Annual General Meeting i.e. 30th September, 2020 till 43rd Annual General Meeting of the Company.”

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To consider & if thought fit, to pass with or without modification the following resolution as

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV of the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Mrs. Bhaviika Jain (DIN: 08738884), who was appointed as an Additional Independent Director by the Board of Directors via circular resolution passed on 30th May, 2020 and holds office up to the ensuing Annual General Meeting, is eligible for appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing with effect from 38th Annual General Meeting i.e. 30th September, 2020 till 43rd Annual General Meeting of the Company.”

707, Raheja Centre, Free Press Journal Road,
Nariman Point, Mumbai – 400021.

7, Mangoe Lane, 2nd Floor Room
No. 212, Kolkata – 700001.
: L51109MH1982PLC319008
.: 022-67472117

In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 34th AGM of the Company is being conducted through VC / OAVM, which does not require physical presence of members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC / OAVM Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

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 facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

The presence of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Statement pursuant to section 102(1) of the Companies Act, 2013 forms part of this notice.

Brief details of Directors who are seeking appointment / re-appointment, are given in the annexure hereto as per requirements of the Companies Act, 2013 and regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”)

Applicable statutory records and all the documents referred to in the accompanying Notice of the 38th AGM and the Explanatory Statement shall be available for inspection by the members at the Registered Office and Corporate Office of the Company on all working days during business hours up to the date of the Meeting. Such documents will also be available electronically for inspection by the members from the date of circulation of this notice upto the date of AGM and during the AGM. Members seeking to inspect such documents can send an email to authuminvest@gmail.com.

In terms of Listing Regulations, the securities of the listed companies can only be transferred in dematerialized form with effect from April 01, 2019. In view of the same, members are advised to dematerialize shares held by them in physical form.

Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

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.authum.com. The Notice can also be accessed from the websites of BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

Due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation, the Company is sending Notice in electronic form only and express its inability to dispatch hard copy of Notice to the shareholders. To facilitate such shareholders to receive this notice electronically and cast their vote electronically and in terms of the General Circular No. 17/2020 issued by Ministry of Corporate Affairs dated April 13, 2020 the members who have not registered their email addresses with the company can get the

same registered with the company by sending their email addresses with their full name, Folio no. and holdings at authuminvest@gmail.com.

Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this AGM. In case of any queries, shareholder may write to authuminvest@gmail.com.

The 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 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.

Members are hereby informed that under the Act, the Company is obliged to transfer any money lying in the Unpaid Dividend Account, which remains unpaid or unclaimed for a period of seven years from date of such transfer to the Unpaid Dividend Account, to the credit of the Investor Education and Protection Fund ("the Fund") established by the Central Government. Further attention of the members is drawn to the provisions of Section 124(6) of the Act which require a company to transfer in the name of IEPF Authority all shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more from the date of transfer to Unpaid Dividend Account of the Company.

In accordance with the aforesaid provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), as amended from time to time, the Company has already transferred the unpaid or unclaimed dividends declared for the financial year 2010-11 to the Fund. The company has also transferred all shares in respect of which dividend declared for the financial year 2010-11 has not been paid or claimed by the members for 7 (seven) consecutive years. Members are advised to visit the website of the Company to ascertain details of shares transferred to IEPF Authority.

The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with Company on the website of the Company. The said details have also been uploaded on the website of the Ministry of Corporate Affairs and the same can be accessed through the link: www.mca.gov.in.

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide to the Members the facility to exercise their right to vote at the 38th Annual General Meeting (AGM) by electronic means and the business may be transacted through the e-voting services provided by Central Depository Services Limited (CDSL).

- (i) The voting period begins on Sunday, 27th September, 2020 (9.00 A.M.) and ends on Tuesday, 29th September, 2020 (5.00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's e-services, you can log-in at <https://www.cdslindia.com> from - e using your login credentials. Once you successfully log-in to CDSL's e-services, click on option and proceed directly to cast your vote electronically.

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

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of " ".
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app “ **Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

1. For Physical shareholders- please provide necessary details like 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 at authuminvest@gmail.com.
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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) at authuminvest@gmail.com.

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.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 EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting
4. 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.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast mentioning their name, demat account number/folio number, email id, mobile number at authuminvest@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at authuminvest@gmail.com. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time as appropriate for smooth conduct of the AGM.

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are 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 available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - 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 a Compliance User 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 linked in the login 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.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; authuminvest@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (a) The Company has appointed Mr. Mayank Arora (FCS 10378 & CP 13609) of M/s. Mayank Arora and Co., Practicing Company Secretaries, to act as the Scrutinizer for conducting the remote e-Voting and the voting process at the AGM in a fair and transparent manner.
 - (b) Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of this AGM by email and holds shares as on the cut-off date i.e. 23rd September, 2020 may obtain the User ID and password by sending a request to CDSL at helpdesk.evoting@cdslindia.com
 - (c) The Members whose names appear in the Register of Members / list of Beneficial Owners as on 23rd September, 2020 (‘cut-off date’) are entitled to vote on the resolutions set forth in this Notice. Person who is not member as on the said date should treat this Notice for information purpose only.
 - (d) If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022- 23058543) or Mr. Rakesh Dalvi (022-23058542). All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

On submission of the report by the Scrutinizer, the result of voting at the meeting and remote e-Voting shall be declared. The Results along with the Scrutinizer’s Report shall be placed on the Company’s website www.authum.com and on the website of CDSL. The results shall be simultaneously communicated to the Stock Exchanges, where the shares of the Company are listed.

Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company’s Share Registrars and Transfer Agents. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants with whom they are maintaining their demat account..

Notice of the Annual General Meeting and the Annual Report are available on the website of the Company at www.authum.com.

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) had appointed Mrs. Alpana Dangi (DIN: 01506529) as an Additional Director from 30th September, 2019.

In terms of Section 161(1) of the Companies Act, 2013 read with Articles of Association of the Company, Mrs. Alpana Dangi holds office as an Additional Director only up to the date of the forthcoming Annual General Meeting. Mrs. Alpana Dangi, being eligible has offered herself for appointment as a Non-Executive, Non Independent Director. The Company received a notice from a member of the Company under Section 160 of the Companies Act, 2013, signifying their intention to propose the candidature of Mrs. Alpana Dangi for the office of Director of the Company.

Mrs. Alpana Dangi has more than 25 years of experience in capital market and financial services.

The other details of Mrs. Alpana Dangi in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standard 2 is annexed to this Notice. The Board of Directors is of the opinion that Mrs. Alpana Dangi's vast knowledge and varied experience will be of great value to the Company and has recommended the Resolution at Item No. 3 of this Notice relating to her appointment as a Non-Executive, Non Independent Director, liable to retire by rotation as Ordinary Resolution for your approval.

Except, Mrs. Alpana Dangi and Mr. Amit Dangi (nephew of Mrs. Alpana Dangi), none of the other Directors, Key Managerial Personnel or their relatives are concerned or interested or concerned in the Resolution at Item No. 3 of the Notice.

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company passed a resolution at their meeting held on 14th November, 2019 approving appointment of Mr. Amit Dangi (DIN: 06527044) as an Additional Director on the Board of the Company with effect from 14th November, 2019 (designated as an Additional Non-Executive Non-Independent Director) and further the Board changed the designation of Mr. Amit Dangi (DIN: 06527044) as a Whole time Director on the Board of the Company with effect from 29th June, 2020, in accordance with the provisions contained in Section 196, 197, 198 and 203 of the Companies Act, 2013, subject to any regulatory approvals that may be required by operation of law.

Mr. Amit Dangi, aged 29 years, is the Executive Director of our Company. He is a young aspiring Chartered Accountant and Bachelor of Commerce. He has very well past experience of working with Ernst & Young one of the largest professional services firm in the world and is one of the "Big Four" accounting firms. He has major roles in performing fundamental analysis to determine favorable investment opportunities, and generally prefer to minimize risk while maximizing returns.

The provisions of section 188(1) of the Companies Act, 2013 Act that govern the Related Party Transactions require a Company to obtain prior approval of the Board of Directors and in certain cases approval of the shareholders also required.

Section 188(1)(f) of the Companies Act, 2013 provides for the related party's appointment to any office or place of profit. The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, at their meetings held on 14th November, 2019 and 14th February, 2020 had approved the appointment of Mr. Amit Dangi as Executive Director and Chief Financial Officer, respectively, subject to approval of the

Shareholders by way of an Ordinary Resolution. The details of the remuneration payable to Mr. Amit Dangi is given in the resolution. As per section 188(1) (f) of the Companies Act, 2013, your Directors recommends the resolutions for your approval. Mrs. Alpana Dangi, Executive Director, being relative is deemed to be interested or concerned in the concerned resolution.

Mr. Amit Dangi (DIN: 06527044) shall hold office up to the date of the 38th Annual General and shall be eligible for election subject to the approval of the shareholders at this Annual General Meeting.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

Mr. Amit Dangi and Mrs. Alpana Dangi and their relatives are deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives is in any way concerned or interested in the proposed resolution. The Board recommends the resolutions set forth in the Item No. 4 for approval of the Members of the Company as an Ordinary Resolution and Item No. 5 as a Special Resolution of the Notice for approval of the Members

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the appointment of Mr. Vinit Parikh (DIN: 01461830) as Independent Director not liable to retire by rotation, for a term of 5 years from ensuing 38th Annual General Meeting i.e. 30th September, 2020 to 43rd Annual General Meeting. Mr. Vinit Parikh (DIN: 01461830) was appointed as an Additional Independent Director at the Board Meeting held on 30th September, 2019 and holds office up to the ensuing Annual General Meeting. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director. The Board, based on the performance evaluation and recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contribution, the continued association of Mr. Vinit Parikh with the Company would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director. The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfills the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mr. Vinit Parikh is a Chartered Accountant from the Institute of Chartered Accountants, India. Further details and current directorships have been given in the Annexure to this Notice. In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable Regulations, the appointment of Mr. Vinit Parikh as Independent Director is now being placed before the Members for their approval by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 6 of this Notice for approval of the Members.

Except Mr. Vinit Parikh, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at Item No. 6 of the Notice.

Mr. Vinit Parikh is not related to any other Directors and Key Managerial Personnel of the Company. The detail of the Director along with a brief resume is given in the Annexure to the Notice.

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the appointment of Mr. Vimal Ajmera (DIN: 07011895) as Independent Director, not liable to retire by rotation, for a term of 5 years from ensuing 38th Annual General Meeting i.e. 30th September, 2020 to 43rd Annual General Meeting. Mr. Vimal Ajmera (DIN: 07011895) was appointed as an Additional Independent Director at the Board Meeting held on 30th September, 2019 and holds office up to the ensuing Annual General Meeting. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director. The Board, based on the performance evaluation and recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contribution, the continued association of Mr. Vimal Ajmera with the Company would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director. The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfills the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mr. Vimal Ajmera is a Chartered Accountant from the Institute of Chartered Accountants, India. Further details and current directorships have been given in the Annexure to this Notice. In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable Regulations, the appointment of Mr. Vimal Ajmera as an Independent Director is now being placed before the Members for their approval by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 7 of this Notice for approval of the Members.

Except Mr. Vimal Ajmera, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at Item No. 7 of the Notice.

Mr. Vimal Ajmera is not related to any other Directors and Key Managerial Personnel of the Company. The detail of the Director along with a brief resume is given in the Annexure to the Notice.

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the appointment of Mr. Ashokan Achuthan (DIN: 08738877) as an Independent Director, not liable to retire by rotation, for a term of 5 years from ensuing 38th Annual General Meeting i.e. 30th September, 2020 to 43rd Annual General Meeting. Mr. Ashokan Achuthan (DIN: 08738877) was appointed as an Additional Independent Director via Circular Resolution passed by the Board of Directors on 30th May, 2020 and holds office up to the ensuing Annual General Meeting. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director. The Board, based on the performance evaluation and recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contribution, the continued association of Mr. Ashokan Achuthan with the Company would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director. The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In terms of Regulation 25(8) of SEBI Listing Regulations, he has

confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfills the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mr. Ashokan Achuthan is a Company Secretary from the Institute of Company Secretaries of India. Further details and current directorships have been given in the Annexure to this Notice. In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable Regulations, the appointment of Mr. Ashokan Achuthan as an Independent Director is now being placed before the Members for their approval by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 8 of this Notice for approval of the Members.

Except Mr. Ashokan Achuthan, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at Item No. 8 of the Notice.

Mr. Ashokan Achuthan is not related to any other Directors and Key Managerial Personnel of the Company. The detail of the Director along with a brief resume is given in the Annexure to the Notice.

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the appointment of Mrs. Bhaviika Jain (DIN: 08738884) as Independent Director, not liable to retire by rotation, for a term of 5 years from ensuing 38th Annual General Meeting i.e. 30th September, 2020 to 43rd Annual General Meeting. Mrs. Bhaviika Jain (DIN: 08738884) was appointed as an Additional Independent Director via Circular Resolution passed by the Board of Directors on 30th May, 2020 and holds office up to the ensuing Annual General Meeting. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director. The Board, based on the performance evaluation and recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contribution, the continued association of Mrs. Bhaviika Jain with the Company would be beneficial to the Company and it is desirable to continue to avail her services as Independent Director. The Company has received a declaration from her to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties. In the opinion of the Board, she fulfills the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mrs. Bhaviika Jain is a Company Secretary from the Institute of Company Secretaries of India. Further details and current directorships have been given in the Annexure to this Notice. In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable Regulations, the appointment of Mrs. Bhaviika Jain as an Independent Director is now being placed before the Members for their approval by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 9 of this Notice for approval of the Members.

Except Mrs. Bhaviika Jain, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at Item No. 9 of the Notice.

Mrs. Bhaviika Jain is not related to any other Directors and Key Managerial Personnel of the Company. The detail of the Director along with a brief resume is given in the Annexure to the Notice.

707, Raheja Centre, Free Press Journal Road,
Nariman Point, Mumbai – 400021.

7, Mangoe Lane, 2nd Floor Room
No. 212, Kolkata – 700001.
: L51109MH1982PLC319008
.: 022-67472117

	B.com	B.com	Chartered Accountant	Chartered Accountant
	09/07/1975	29/10/1972	30/01/1991	06/03/1979
	45 years	47 years	29 years	41 years
	16/07/2007	30/09/2019	14/11/2019	30/09/2019
	14/02/2018	-	-	-
	He is a Commerce Graduate and has experience of more than 19 years in capital market and financial services.	She is a Commerce Graduate and is promoter of the Company.	He is a 29 years old young aspiring Chartered Accountant and Bachelor of Commerce. He has very well past experience of working with Ernst & Young one of the largest professional services firm in the world and is one of the "Big Four" accounting firms.	He is a Commerce Graduate and Chartered Accountant. He has experience of more than 13 years in capital market and financial services.
	More than 19 years of experience in capital market and financial services.	More than 25 years of experience in capital market and financial services.	He has major roles in performing fundamental analysis to determine favorable investment opportunities and generally prefer to minimize risk while maximizing returns.	More than 13 years of experience in capital market and financial services.
	Executive Director	Promoter and Non-Independent Non-Executive Director	Whole Time Director w.e.f. 29 th June, 2020	Independent Director for a period of 5 years not liable to retire by rotation
	Not exceeding Rs. 12,00,000 p.a.	Nil	Not exceeding Rs. 45,00,000 p.a.	Payment of sitting fees for attending meeting of Board of Directors and Committees thereof.
	Rs. 5,65,000 p.a.	Nil	Rs. 3,00,000 p.m.	Rs. 7,500 (sitting fees)
	Nil	86,15,906 equity shares i.e. 74.74% of total equity share capital of the Company	Nil	Nil
	8	3	2	3

	None	None	None	None
	1.Mansoul Commercial Pvt. Ltd. 2.Jamuna Consultant Pvt. Ltd.	Nil	1. Sunrakshak Agro Products Private Limited 2. Brightstreet Finserv Private Limited 3. Geetanjali Infosystems Private Limited 4. Mentor Innovation Private Limited 5. SRCT Globex Private Limited 6. Uniworld Entertainment Private Limited	1. Barabanki Energy Ltd. 2. TRN Mines and Minerals Pvt. Ltd. 3. Trishakti Power Pvt. Ltd. 4. Demelza Properties Private Limited 5. Talk Sales and Marketing Pvt. Ltd. 6. Niche Financial Services Private Limited 7. Acuvision Asset Reconstruction Pvt. Ltd 8. Eshiksa Technology Services Private Limited 9. Growmore Corporate Advisors Pvt. Ltd. 10. Gram Swaraj Pvt. Ltd. 11. Affiliates Management Resources Pvt. Ltd. 12. Nischal Consultancy Private Limited 13. Novo Corporate Advisors Pvt. Ltd. 14. Virad Consultants Private Limited 15. Education For Endurance Pvt. Ltd.
	None	None	None	None
	None	None	None	None
	Not related to any Director /Key Managerial Personnel	Mrs. Alpana Dangi is an aunt of Mr. Amit Dangi, Executive Director and Chief Financial Officer of the Company	Mr. Amit Dangi is nephew of Mrs. Alpana Dangi, promoter and Executive Director of the Company	Not related to any Director /Key Managerial Personnel

	B.Com, Chartered Accountant	B.Com, Law Graduate and Company Secretary	B.Com, Law Graduate and Company Secretary
	06/07/1974	05/04/1965	08/04/1990
	46 years	55 years	30 years
	30/09/2019	30/05/2020	30/05/2020
	-	-	-
	He is a Commerce Graduate and Chartered Accountant and has more than 13 years of experience in the field of Accounting, Taxation, Audit, etc.	He has 20 years of experience in Corporate Legal, Commercial, Compliance & Secretarial field. He has worked as head of legal and secretarial department for several public companies which include Oil Field Warehouse & Services Limited, Effort BPO Limited, Metal Link Alloys Limited, etc.	She has 8 years of experience in Compliance & Secretarial field. She has worked with listed company and is currently associated with a consultancy firm in Mumbai.
	More than 13 years of experience in corporate accounting, tax audit and other taxation laws.	He has 20 years of experience in Corporate Legal, Commercial, Compliance & Secretarial field.	She has 8 years of experience in Compliance & Secretarial field.
	Independent Director for a period of 5 years not liable to retire by rotation	Independent Director for a period of 5 years not liable to retire by rotation	Independent Director for a period of 5 years not liable to retire by rotation
	Payment of sitting fees for attending meeting of Board of Directors and Committees thereof.	Payment of sitting fees for attending meeting of Board of Directors and Committees thereof.	Payment of sitting fees for attending meeting of Board of Directors and Committees thereof.
	Rs. 7,500 (sitting fees)	N.A.	N.A.
	NIL	Nil	Nil
	1	Nil	Nil
	None	None	None
	None	None	None
	None	None	None
	None	None	None
	Not related to any Director /Key Managerial Personnel	Not related to any Director /Key Managerial Personnel	Not related to any Director /Key Managerial Personnel

