



# Tarangini Investments Limited

H-38, LGF, Jangpura Extention, New Delhi-110014  
Email: tarangini0123@gmail.com, www.taranginiinvestmentsltd.com

CIN: L67190DL1982PLC013486

Tel: 011-43542277

## NOTICE

**NOTICE** is hereby given that the 35th Annual General Meeting of the members of Tarangini Investments Limited will be held at the Registered Office of the Company situated at H-38 LGF, Jangpura Extention, New Delhi 110014 on, Thursday, 21<sup>st</sup> September, 2017 at 12.30 P.M. to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2017, and the Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended 31<sup>st</sup> March, 2017 and the Reports of the Board and Auditors thereon.
2. To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/s Arun K. Gupta & Associates, Statutory Auditor of the Company, and to fix their remuneration and to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Section 139, 142, and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the appointment of M/s. Arun K. Gupta & Associates, Chartered Accountants (Registration Number 000605N) as the Statutory Auditors of the Company to hold office from the conclusion of the 33<sup>rd</sup> Annual General Meeting of the Company till the conclusion of the 36<sup>th</sup> Annual General Meeting to be held in the financial year 2018-19, on a remuneration as may be determined by the audit committee in consultation with the auditors, and that such remuneration may be paid on a progressive billing basis as may be agreed upon by the Board of Directors and the Auditors, be and is hereby ratified.”

By Order of the Board  
For **Tarangini Investments Limited**

Sd/-

(Rachna Khetan)

Whole Time Director

DIN: 06982598

Residential Address: H. No. 15, 1<sup>st</sup> Floor,  
Sector-14, Gurgaon, Haryana- 122001

Date: 10.08.2017

Place: New Delhi

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/ AUTHORITY, AS APPLICABLE. A PROXY FORM (MGT-11) FOR THE AGM IS ENCLOSED.**
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) 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 proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Clause 1.2.5 of Secretarial Standard II of the person seeking re-appointment as Director under Item No. 2 of the Notice, is annexed hereto.
5. Copies of all documents referred to in the notice are available for inspection at the registered office of the Company during normal business hours on all working days upto and including the date of the annual general meeting of the Company.
6. Members seeking any information with regard to accounts are requested to write to the Compliance Officer at least 10 days in advance of the Annual General Meeting, to enable the Company to keep the information ready.
7. Members are requested to:
  - a. Bring their copy of the Annual Report for the meeting.
  - b. Note that all correspondence relating to share transfers should be addressed to Registrar and Transfer Agent of the Company, viz. M/s Skyline Financial Services Private Limited, D-123 A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.
  - c. Quote their DP ID No./ Client ID No. or folio number in all their correspondence.
8. The Annual Report for 2016-17 along with the Notice of Annual General Meeting, attendance slip and proxy form is being sent by electronic mode to all the shareholders who have registered their email ids with the depository participants/ registrar and share transfer agent unless where any member has requested for the physical copy. Members who have not registered their email ids, physical copies

of the annual report 2016-17 along with the notice of Annual General Meeting, attendance slip and proxy form are being sent by permitted mode. Members may further note that the said documents will also be available on the Company's website [www.taranginiinvestmentsltd.com](http://www.taranginiinvestmentsltd.com) for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send request to the Company's email id viz. [tarangini0123@gmail.com](mailto:tarangini0123@gmail.com)

9. Pursuant to Section 101 of the Companies Act, 2013 and rules made there under, the companies are allowed to send communication to shareholders electronically. We thus, request you to kindly register/ update your email ids with your respective depository participant and Company's Registrar and Share Transfer Agent (in case of physical shares) and make this initiative a success.
10. SEBI has made the submission of PAN necessary by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Skyline Financial Services Private Limited (RTA).
11. Members holding shares in physical form are requested to consider converting their holdings in dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or Skyline Financial Services Private Limited (RTA), for assistance in this regard.
12. Members who hold shares in physical form in multiple folios in identical names or joint holding in same order of names are requested to send share certificate to Skyline Financial Services Private Limited (RTA), for consolidation in to a single folio.
13. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under section 170 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.
14. The Register of the Members and share transfer books of the Company shall remain closed from 14<sup>th</sup> September, 2017 to 21<sup>st</sup> September, 2017 (both days inclusive).
15. The route map along with prominent land mark for easy location of the 35<sup>th</sup> Annual General Meeting venue is printed on the last page of the Annual Report.

**PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING IS AS UNDER:**

Instructions of E-Voting are as below:

- I. In Compliance With the In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of 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 National Securities Depository Limited (NSDL).

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.

III. **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.**

IV. The remote e-voting period commences on 18<sup>th</sup> September, 2017 (9:00 am) and ends on 20<sup>th</sup> September, 2017 (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 13<sup>th</sup> September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The Process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

(i) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password.

(ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>

(iii) Click on Shareholder-Login

(iv) Put User ID and password noted in step (1) above and Click Login.

***NOTE:** Shareholders who forgot the User Details/Password can use “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).*

*In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ Client ID).*

*In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+ Folio No).*

(v) After successful login, you can change the password with new password of your choice.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

- (vii) Select “EVEN” of “Tarangini Investments Limited”.
- (viii) Now you are you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (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, to the Scrutinizer through e-mail to [cssanjeevjha@gmail.com](mailto:cssanjeevjha@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM)/ EGM/ EOGM :

<b>EVEN (Remote e-voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD/PIN</b>

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.

VII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

VIII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 13<sup>th</sup> September, 2017.

IX. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 13<sup>th</sup> September, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [viren@skylinerta.com](mailto:viren@skylinerta.com)

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

- X. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XI. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XII. Mr. Sanjeev Jha, Practicing Company Secretary, (Membership No. 24895) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.taranginiinvestmentsltd.com](http://www.taranginiinvestmentsltd.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Limited, Mumbai and to the Calcutta Stock Exchange Limited.

By Order of the Board  
For **Tarangini Investments Limited**  
Sd/-  
**(Rachna Khetan)**

Date: 10.08.2017  
Place: New Delhi

Whole Time Director  
DIN: 06982598  
Residential Address: H. No. 15, 1<sup>st</sup> Floor,  
Sector-14, Gurgaon, Haryana- 122001

**ANNEXURE TO THE NOTICE**

**Details of Directors seeking re-appointment at the 35<sup>th</sup> Annual General Meeting of the Company:**  
**[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Clause 1.2.5 of Secretarial Standards].**

<b>Name of the Director</b>	Mr. Pankaj Khetan
<b>Designation</b>	Director
<b>Date of Birth</b>	07.05.1974
<b>Date of Appointment</b>	15.02.2007
<b>Qualification</b>	BSc, FCS, IP
<b>Experience</b>	20years
<b>Profile</b>	Mr. Pankaj Khetan (Director), B.Sc, FCS, IP, aged about 43 is having an experience of more than 20 years in the field of all type of Financial; and Taxation Consultancy. He is having a rich experience of project financing and debt restructuring. Mr. Pankaj Khetan has also qualified as Insolvency Professional and has the license to work as insolvency professional under Insolvency & Bankruptcy Code, 2016.
<b>Directorship held in other Companies</b>	1.3Dimension Capital Services Limited 2.3Dimension Asset Reconstruction Private Limited 3.Moneyplant Capital Services Private Limited
<b>Directorship held in Listed Entities (Other than Tarangini Investments Limited)</b>	NIL
<b>Membership of Committees of the Board (Only Listed Entities) in which chairmanship held (includes only Audit Committee and Stakeholder Relationship Committee)</b>	NIL
<b>Numbers of shares held in the Company</b>	7610000
<b>No. of Board Meeting Attended during the year</b>	4
<b>Terms &amp; Conditions of Appointment/re-appointment</b>	Terms & Conditions is as per the appointment letter.
<b>Past Remuneration</b>	NIL
<b>Relationship with other Directors</b>	He is husband of Mrs. Rachna Khetan, Whole Time Director of the Company.

By Order of the Board  
For **Tarangini Investments Limited**

Sd/-

**(Rachna Khetan)**

Whole Time Director

DIN: 06982598

Residential Address: H. No. 15, 1<sup>st</sup> Floor,  
Sector-14, Gurgaon, Haryana- 122001

Date: 10.08.2017

Place: New Delhi



**TARANGINI INVESTMENTS LIMITED**  
**CIN: L67190DL1982PLC013486**  
**Regd. Office: H-38, LGF, Jangpura Extention, New Delhi-110014**  
**Tel.:+91(011) 43542277, Website: www.taranginiinvestmentsltd.com**  
**Email:tarangini0123@gmail.com**

**PROXY FORM**

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

**FORM NO. MGT-11**

**35<sup>TH</sup> Annual General Meeting- September 21<sup>st</sup> 2017**

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

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

- Name:..... Address:.....  
.....  
E-mail Id:..... Signature:.....or failing him
- 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 the 35<sup>th</sup> Annual General Meeting of the Tarangini Investments Limited, to be held on Thursday, 21<sup>st</sup> September, 2017 at 12.30 P.M. at the registered office of the Company situated at H-38, LGF, Jangpura Extention, New Delhi-110014 or at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Ordinary Business	Optional	
		For	Against
1.	Adoption of Balance Sheet, Statement of Profit and Loss and Cash Flow Statement along with Reports of the Board of Directors and Auditors' thereon for the financial year ended March 31, 2017.		
2.	Appointment of Director in place of Mr. Pankaj Khetan, who retires by rotation and, being eligible, offers himself for re-appointment.		
3.	To ratify the appointment of M/s Arun K. Gupta & Associates, Statutory Auditor of the Company, and to fix their remuneration		

Signed this ..... day of ..... 2017.

Affix Re. 1/-  
Revenue  
Stamp

Signature of Member

Signature of Proxy holder(s)



**Note:**

1. **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.**
2. For the Resolutions and Notes please refer to the Notice of the 35<sup>th</sup> Annual General Meeting.
3. It is optional to Put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
4. Please complete all details including detail of member(s) in above box before submission.

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**ATTENDANCE SLIP**

**TARANGINI INVESTMENTS LIMITED**

**CIN: L67190DL1982PLC013486**

**Regd. Office: H-38, LGF, Jangpura Extension, New Delhi-110014**

**Tel.:+91(011) 43542277, Website: [www.taranginiinvestmentsltd.com](http://www.taranginiinvestmentsltd.com);**

**Email: [tarangini0123@gmail.com](mailto:tarangini0123@gmail.com)**

DP ID	
Folio No. / Client ID	
No. of Shares	

Name and Address of the Registered Shareholder
--

I/We hereby record my presence at the **35<sup>TH</sup> Annual General Meeting** of the Company to be held at its Registered Office situated at H-38, LGF, Jangpura Extention, New Delhi-110014 on 21st September, 2017 at 12.30 P.M. or at any adjournment thereof.

Signature of the Shareholder/Proxy

**Note:**

1. Please fill this attendance slip and hand it over at the **ENTRANCE OF THE MEETING ROOM**.
2. Electronic copy of the Annual Report for the financial period ended on 31.03.2017 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.

**TARANGINI INVESTMENTS LIMITED**  
**CIN: L67190DL1982PLC013486**  
**Regd. Office: H-38, LGF, Jangpura Extension, New Delhi-110014**  
**Tel.:+91(011) 43542277, Website: www.taranginiinvestmentsltd.com**  
**Email: tarangini0123@gmail.com**

**BALLOT FORM**

The member who are not able to attend the 35<sup>th</sup> Annual General Meeting can send their assent or dissent in writing in respect of the resolutions as set out in the notice by sending the duly filed and signed Poll form to Mr. Sanjeev Jha, Scrutinizer, SJK & Co., Practicing Company Secretaries, B-36, Vishwakarma Colony, M.B. Road, New Delhi-110044, so as to reach him on and before 20<sup>th</sup> September, 2017.

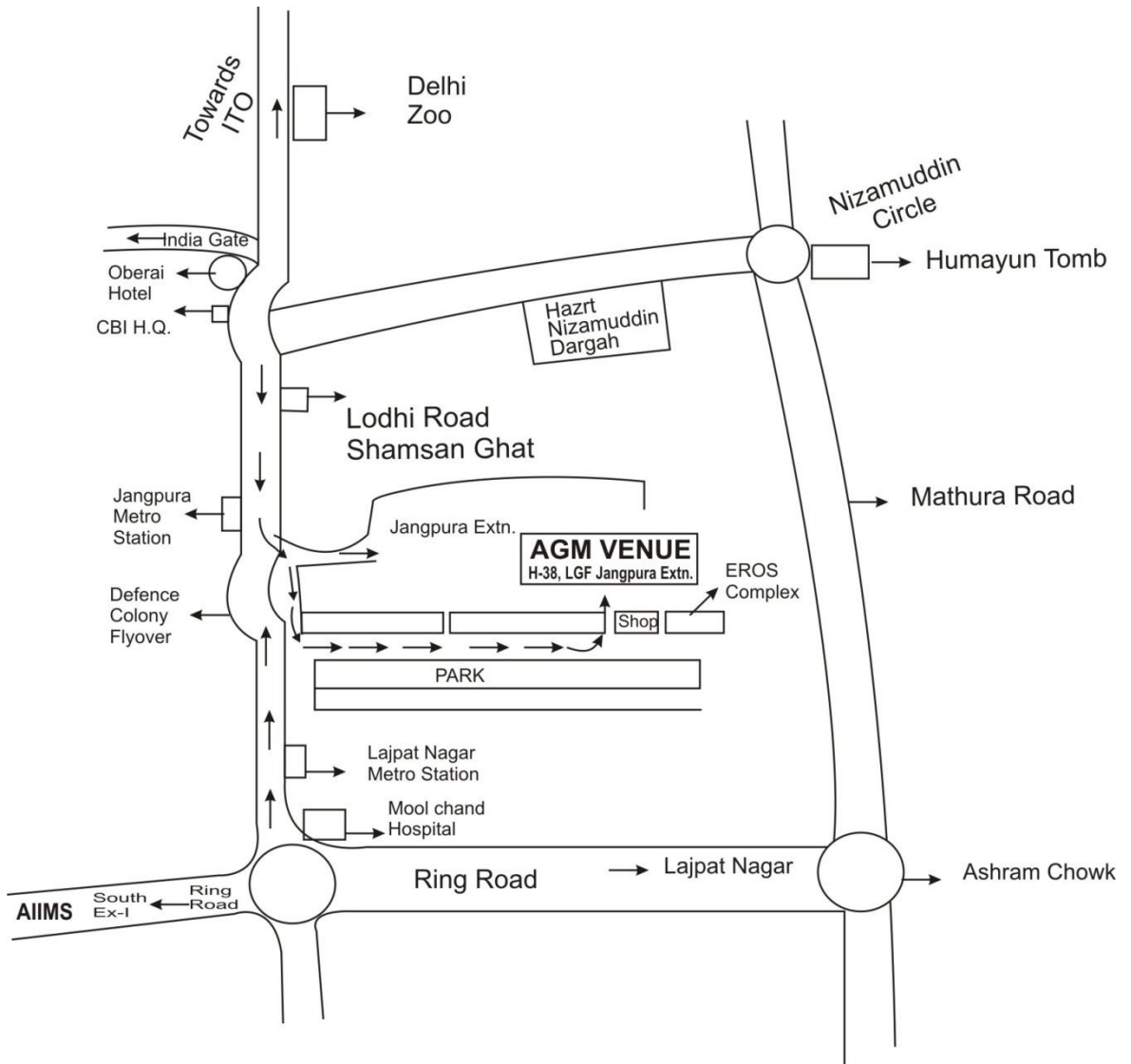
Name	
Address	
DP Id	
Client Id	
No. of Shares held	

I/We hereby exercise my/our vote in respect of the Resolution(s) as specified in the Notice of Tarangini Investments Limited dated 10<sup>th</sup> August, 2017 to be passed through ballot/poll for the business stated in the said notice by conveyance my /our assent or dissent to the resolution in the relevant box.

<b>S. No.</b>	<b>Resolution</b>	<b>Type of resolution (Ordinary/Special)</b>	<b>I / we assent to the resolution (For)</b>	<b>I /We dissent to the resolution (Against)</b>
<b>Ordinary Business</b>				
1.	Adoption of Balance Sheet, Statement of Profit and Loss and Cash Flow Statement along with Reports of the Board of Directors and Auditors' thereon for the financial year ended March 31, 2017.	Ordinary		
2.	Appointment of Director in place of Mr. Pankaj Khetan, who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary		
3.	To ratify the appointment of M/s Arun K. Gupta & Associates, Statutory Auditor of the Company, and to fix their remuneration	Ordinary		

Signature of the Member/ Beneficial Owner

**Route Map of AGM Venue**



**BOOK POST**

**If Undelivered, please return to:**

**TARANGINI INVESTMENTS LIMITED**

H-38, LGF, Jangpura Extention, New Delhi-110014