



CIN: L67190DL1982PLC013486
GSTN:07AAACT0115A1Z9

Tarangini Investments Limited

K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048

Email: tarangini0123@gmail.com, www.taranginiinvestmentsltd.com

Tel:011-42657135

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 37th Annual General Meeting of the members of Tarangini Investments Limited (the Company) will be held at the Registered Office of the Company situated at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048 on Thursday, 19th September, 2019 at 12.30 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 which includes Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement as at that date, the Auditors Report and Board's Report thereon.
2. To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

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

Date: 09.08.2019

Place: New Delhi

Sd/-
(Rachna Khetan)

Whole Time Director

DIN: 06982598

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

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 Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 3 of the Notice is annexed hereto.
5. The business set out in the Notice will be transacted through electronic voting system and the company is providing facility for voting by electronics means. Instructions and other information relating to e-voting are given in this Notice under Note No. 17
6. 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.
7. 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.
8. 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.

9. The Annual Report for 2018-19 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 2018-19 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 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
10. 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.
11. 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).
12. 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.
13. 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.
14. 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.
15. 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.
16. The route map along with prominent land mark for easy location of the 37th Annual General Meeting venue is printed on the last page of the Annual Report.
17. **PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING IS AS UNDER:**

Instructions of E-Voting are as below:

- I. In Compliance with the 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 16th September, 2019 (9:00 am) and ends on 18th September, 2019 (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 13th September, 2019, 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:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.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.

4. 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***

5. 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. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i.) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your

email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

(ii.) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. 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.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 6. Upon confirmation, the message “Vote cast successfully” will be displayed.
 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
-

General Guidelines for shareholders

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cspreeti.psa@gmail.com with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.
- VI. 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.
- VII. 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.
- VIII. M/s. Preeti Singhal & Associates, Practicing Company Secretary, 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.

- IX. 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.
- X. 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.
- XI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company 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**

Date: 09.08.2019
Place: New Delhi

(Rachna Khetan)
Whole Time Director
DIN: 06982598
Residential Address: H. No. 15, 1st Floor,
Sector-14, Gurgaon, Haryana- 122001

Details of Directors seeking re-appointment at the 37th 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].

Name of the Director	Mr. Pankaj Khetan
Designation	Director
Date of Birth	07.05.1974
Date of Appointment	15.02.2007
Qualification	BSc, FCS, IP
Experience	21 years
Profile	Mr. Pankaj Khetan (Director), B.Sc, FCS, IP, aged about 45years is having an experience of more than 21 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.
Directorship held in other Companies	1. 3Dimension Capital Services Limited 2. 3Dimension Asset Reconstruction Private Limited 3. Moneyplant Capital Services Private Limited
Directorship held in Listed Entities (Other than Tarangini Investments Limited)	NIL
Membership of Committees of the Board (Only Listed Entities) in which chairmanship held (includes only Audit Committee and Stakeholder Relationship Committee)	NIL
Numbers of shares held in the Company	7610000
No. of Board Meeting Attended during the year	5
Past Remuneration	NIL
Relationship with other Directors	He is husband of Mrs. Rachna Khetan, Whole Time Director of the Company.

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

(Rachna Khetan)

Whole Time Director

DIN: 06982598

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

Date: 09.08.2019

Place: New Delhi

TARANGINI INVESTMENTS LIMITED

CIN: L67190DL1982PLC013486

**Regd. Office: K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station,
New Delhi-110048**

Tel.:+91(011) 42657135, Website: www.taranginiinvestmentsltd.com

Email:tarangini0123@gmail.com

PROXY

[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

37TH Annual General Meeting- September 19th 2019

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:

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 the 37th Annual General Meeting of the Tarangini Investments Limited, to be held on Thursday, 19th September, 2019 at 12.30 P.M. at the registered office of the Company situated at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048 or at any adjournment thereof in respect of such resolutions as are indicated below:

		Optional	
Item No.	Ordinary Business	For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2019 which includes Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement as at that date, the Auditors Report and Board's Report thereon.		
2.	To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment		

Signed this day of 2019.

Signature of Member

Signature of Proxy holder(s)

Affix Re. 1/- Revenue Stamp

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 37th 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.

-----cut from here-----

ATTENDANCE SLIP

TARANGINI INVESTMENTS LIMITED

CIN: L67190DL1982PLC013486

**Regd. Office: K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station,
New Delhi-110048**

Tel.:+91(011) 42657135, Website: www.taranginiinvestmentsltd.com;

Email: 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 **37TH Annual General Meeting** of the Company to be held at its Registered Office situated at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048 on Thursday, the 19th September, 2019 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 31.03.2018 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: K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station,
New Delhi-110048**

Tel.:+91(011) 42657135, Website: www.taranginiinvestmentsltd.com

Email: tarangini0123@gmail.com

BALLOT FORM

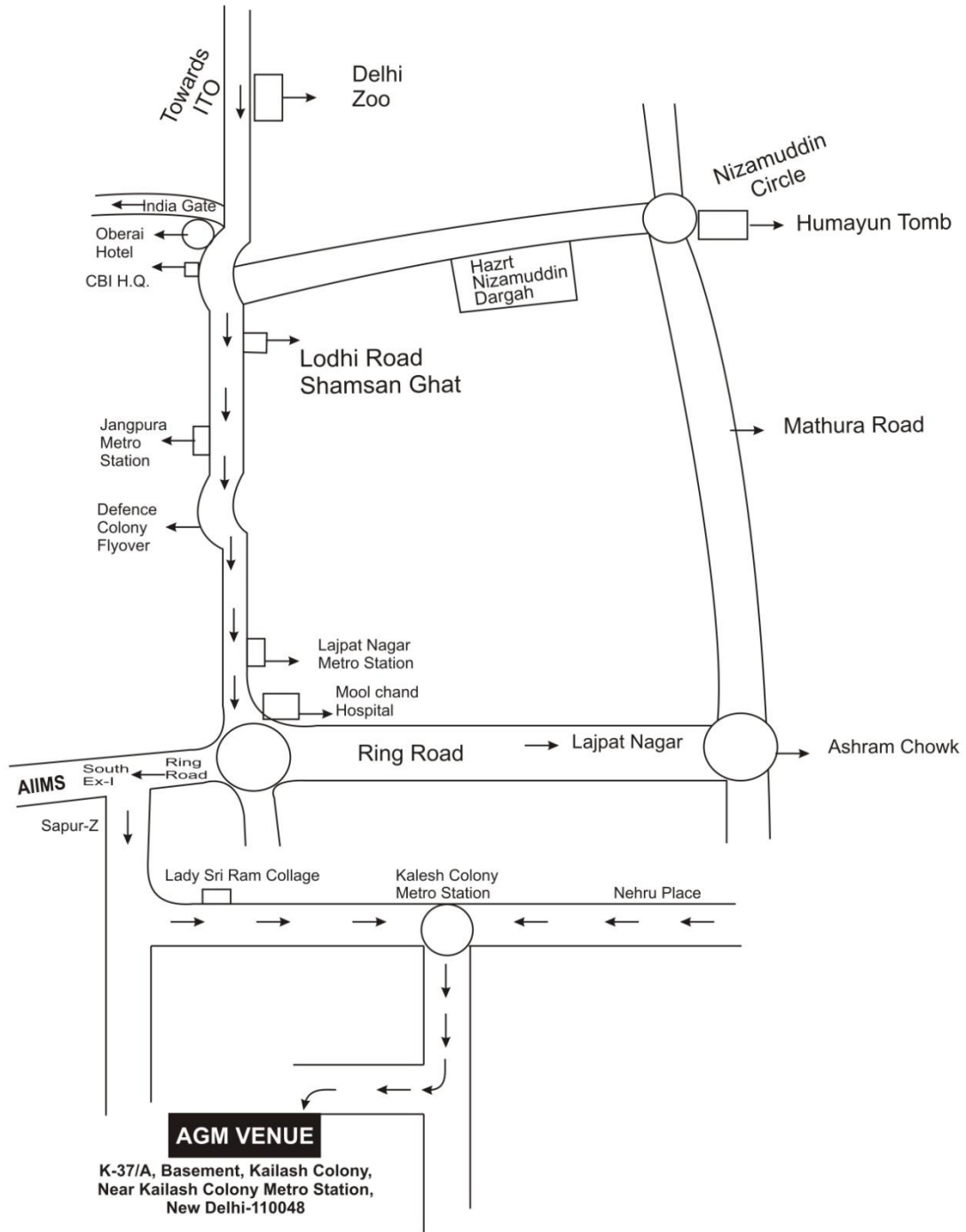
1.	Name of the Sole/ First Named Member	
2.	Name(s) of the Joint holder(s), if any	
3.	Address	
4.	Registered Folio No./ DP Id/ Client Id No.* (*Applicable to Investors holding shares in dematerialized form)	
5.	No. of Shares held	

I/We hereby exercise my/our vote in respect of the Resolution(s) as specified in the Notice of the 37th Annual General Meeting (AGM) of Tarangini Investments Limited to be held on Thursday, 19th September, 2019 by sending my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

S. No.	Description of Resolution	No. of Shares for which shares votes cast	(FOR)	(AGAINST)
			I / we assent to the Resolutions	I /We dissent to the Resolutions
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2019 which includes Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement as at that date, the Auditors Report and Board's Report thereon.			
2.	To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment			

Signature of the Member/ Beneficial Owner

Route Map of AGM Venue



BOOK POST

If Undelivered, please return to:
TARANGINI INVESTMENTS LIMITED
K-37/A, Basement, Kailash Colony, Near Kailash
Colony Metro Station, New Delhi-110048.