

DENOVO INVESTMENTS LIMITED

CIN- L70101WB1980PLC032986

Marshall House, Room Nos. 801-806, 25 Strand Road, Kolkata 700001

Tel.: 91 33 22308615 Fax: 91 33 22300918

Email: denovoinvestmentslimited@gmail.com

NOTICE

Notice is hereby given that the 40th Annual General Meeting of the members of Denovo Investments Ltd. will be held at the registered office of the company at 25 Strand Road, Room nos. 801-806, Kolkata 700001, on Wednesday, the 30th September 2020 at 11 A.M. to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Accounts for the financial year ended 31st March, 2020 and the Reports of the Directors and the Auditors thereon
2. To appoint a Director in place of Mr. Subodh Kumar Khandelwal (DIN- 00543913) who retires by rotation and being eligible, offers himself for re-appointment.

Notes:

1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Proxy forms as per enclosed format may be submitted to the company before the start of the meeting.
2. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. The format of Register of Members prescribed under the Companies Act, 2013 requires the Company to record additional details of the shareholders including their PAN, email address, bank details, etc. The company has embarked upon an ongoing exercise to gather and update these details. A form for capturing these additional details is enclosed. Members are requested to submit these forms duly filled-in to the Company.
4. Information and other instructions relating to e-voting are as under:
 - i) In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL on all the resolutions set forth in this Notice. Instructions for e-voting are given herein below. Resolution(s) passed by the Members through e-voting is/are deemed to have been passed as if they have been passed at the Annual General Meeting.
 - ii) The Board of Directors have appointed Ms. Smita Sharma of M/s Smita Sharma & Associates, practicing Company Secretaries (Membership No. 17757) as the Scrutinizer to scrutinize the voting by remote e-voting process (i.e. casting of votes using electronic voting system from place other than the venue of the Meeting) in a fair and transparent manner.
 - iii) Members attending the Meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote through Ballot Form made available at the Meeting.
 - iv) The Members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
 - v) Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.
 - vi) The instructions for shareholders voting electronically are as under:
 - (i) The voting period begins on 27th September, 2020 (9.00 am) and ends on 29th September, 2020 (5.00 pm). 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 23.09.2020 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.
 - (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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (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 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:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.

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	<ul style="list-style-type: none">• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR 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. <ul style="list-style-type: none">• 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) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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 Members 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 for the relevant <Company Name> on which you choose to vote, i.e. on the EVSN for Denovo Investments Limited.
- (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) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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.
- (xx) In case you have any queries or issues regarding e-voting, 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.

- vii) The voting rights of the shareholders shall be in the same proportion as their holding is to the paid up share capital of the Company.
- viii) The scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, count the votes cast at the Meeting, 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 make, not later than 48 hours from conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against the resolution, invalid votes, if any and whether the Resolution(s) has/have been carried or not, to the Chairman or a person authorized by him in writing who shall countersign the same.
- ix) The results declared along with the Scrutinizer's Report shall be placed on the website of CSDL www.evotingindia.com immediately after the result is declared.
- x) Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Meeting.
- xi) All relevant documents and statutory registers are open to inspection at the registered office of the company on any working day between 11 AM and 5 PM till the date of AGM.

By Order of the Board of Directors

Shailendra Kumar Khandelwal (DIN-01122807)
Whole-time Director