

CONSORTIUM VYAPAAR LIMITED

159, RABINDRA SARANI 3RD FLOOR ROOM NO 3C

KOLKATA 700007,

CIN- L51109WB1993PLC060873

Phone Number:- 7835962839

Email-corp.consortium@gmail.com

Website: www.consortiumvyapaar.co.in

ANNEXURE TO THE NOTICE DATED 6TH SEPTEMBER, 2021 FOR THE 28th ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON THURSDAY, THE 30th DAY OF SEPTEMBER, 2021 AT 3:00 P.M.

Envelope No:

- 1.Name of the Holder :
- 2.Registered Address :
- 3.Joint Holders Name (If any) :
- 4.Registered Folio No./ DP ID & Client ID* :
5. Number of Equity Shares Held:

Dear Shareholder,

Subject:Process and manner for availing E-voting facility

Pursuant to 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) will be held on Thursday, the 30th day of September, 2021 at 3:00 P.M.at 159 Rabindra Sarani, 3rd Floor, Room No. 3C, Kolkata- 700007

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>

The Electronic Voting Particulars are set out below:

EVS (E-Voting Sequence Number)	User ID	PAN/Sequence No.
210901093		

CONSORTIUM VYAPAAR LIMITED

159, RABINDRA SARANI 3RD FLOOR ROOM NO 3C

KOLKATA 700007,

CIN- L51109WB1993PLC060873

Phone Number:- 7835962839

Email-corp.consortium@gmail.com

Website: www.consortiumvyapaar.co.in

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
Monday, 27 th Sept, 2021 from 9:00 A.M. (IST)	Wednesday, 29 th Sept, 2021 till 05:00P.M. (IST)

Please read the instructions mentioned in the notice of the Annual General Meeting before exercising your vote.

Registered Office:

159, Rabindra Sarani, 3rd Floor
Room No. 3C, Kolkata-700007

CIN: L51109WB1993PLC060873

Dated: 06/09/2021

By the Order of the Board of Directors

SD/-

Kanika Rawat

Company Secretary

Membership No. A64729

Encl: AGM Notice (with Notes)/Attendance Slip/ Proxy Form/ Ballot Form/ Annual Report

CONSORTIUM VYAPAAR LIMITED

159, RABINDRA SARANI 3RD FLOOR ROOM NO 3C

KOLKATA 700007,

CIN- L51109WB1993PLC060873

Phone Number:- 7835962839

Email-corp.consortium@gmail.com

Website: www.consortiumvyapaar.co.in

NOTICE

NOTICE is hereby given that the 28th Annual General Meeting (the "AGM") of the Shareholders of Consortium Vyapaar Ltd (the "Company") will be held on Thursday, 30th September, 2021 at 3:00 P.M. at the Registered Office of the Company at 159 Rabindra Sarani, 3rd floor, Room No. 3C, Kolkata - 700007 to transact the following business:

ORDINARY BUSINESS

Item No. (1) – Adoption of Financial Statements:

To receive, consider and adopt

(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors and the Auditors thereon.

(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESS

Item No. (2) – Appointment of Mr. Sanjeev Jain as an Independent Director

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

"RESOLVED THAT Mr. Sanjeev Jain (DIN-08912198), who was appointed as an Additional Independent Director with effect from 6th April, 2021 on the Board of Directors of the Company in terms of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a term of five years commencing from April 06, 2021 up to April 05, 2026.

"RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

By the Order of the Board of Director
For Consortium Vyapaar Ltd

Date : September 06, 2021

Place : Kolkata



Kanika Rawat

Company Secretary

Membership No. A64729

NOTES:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies in order to be effective, must be received at its registered office at 159 Rabindra Sarani, 3rd Floor, Room No. 3C, Kolkata - 700007, not less than 48 hours before the annual general meeting. A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the company. A proxy form is annexed to this notice.
- 2) A Statement pursuant to section 102 of the Companies Act, 2013, relating to special business to be transacted at this AGM, is annexed herewith.
- 3) Corporate members intending to send their Authorised Representatives to attend the meeting are requested to send a certified true copy of the Board Resolution to the Company, authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
- 4) Members/ Proxies/Authorised Representatives should bring the Attendance Slip duly filled, enclosed herewith to attend the meeting
- 5) The Register of Members and Share Transfer Books of the Company will remain closed from 24th September 2021 to 30th September, 2021 (both days inclusive).
- 6) Members whose shareholding is in the electronic mode are requested to direct change of necessary details to their respective Depository Participant(s).
- 7) Members holding shares in the physical form are requested to address all correspondences to the Registrar and Share Transfer Agents, Niche Technologies Pvt. Ltd. 3A Auckland Place, 7th Floor, Kolkata -700017.
- 8) 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 to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the company or Registrar and Share Transfer Agents of the company
- 9) Members seeking any information or clarification on the Accounts are requested to send their queries to the company, in writing, at least one week before the meeting. The same will be replied by the Company suitably
- 10) All the documents referred to in the accompanying notice and the statement pursuant to Section 102 (1) of the Companies Act, 2013 shall be available for inspection at the registered office of the Company on all working days between 11:00 A.M. to 1:00 P.M. upto the date of the Annual General Meeting; and the Register of Directors and Key Managerial Personnel

and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members during the AGM

- 11) A route map to reach the venue of the Annual General Meeting is annexed along with the notice.

12) VOTING THROUGH ELECTRONIC MEANS

- I) In compliance with provisions of Section 108 of the Companies Act, 2013 and 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 the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members, facility to exercise their right to vote 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 Central Depository Services (India) Limited (CDSL).
- II) The facility of 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. 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.
- III) The instructions for shareholders voting electronically are as under:
- (i) The voting period begins on Monday, September 27, 2021 at 9:00 A.M. and ends on Wednesday, September 29, 2021 at 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 September 23, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
 - (iii) Click on “Shareholders” tab.
 - (iv) 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, excluding the special characters.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) 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.
 - (vii) 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 digits alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). • 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 their sequence number in the PAN field. • 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.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. • Please enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id/ folio number in the Bank Account Number details field as mentioned in above instruction (iv)

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant “**Consortium Vyapaar Ltd**” on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.

- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://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 they have to create 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 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.
- (xix) 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.

IV) Institutional Members / Bodies Corporate (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, by e-mail to vaibhav.khandelwal2@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before September 23, 2021, upto 5 P.M. without which the vote shall not be treated as invalid.

- 13. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of September 23, 2021.
- 14. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on August 20, 2021.
- 15. The shareholders shall have one vote per equity share held by them as on the cut-off date of September 23, 2021. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- 16. Only those Members/ shareholders, who will be present in the AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

17. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all members whose e-mail Ids are registered with the Company/ Depository Participant(s). For members whose request for a hard copy and for those who have not registered their e-mail address, physical copies of the same are being sent through the permitted mode.
18. Investors who became members of the Company subsequent to the dispatch of the Notice/ Email and holds the shares as on the cut-off date i.e. September 23rd, 2021 are requested to send the written/email communication to the Company at **corp.consortium@gmail.com** by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
19. Mr. Vaibhav Khandelwal, Practicing Chartered Accountants (Membership Number 069049) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutiniser shall, after the conclusion of e-voting at the AGM, first count the votes cast vide e-voting at the AGM and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company. He shall submit a Consolidated Scrutiniser's Report of the total votes cast in favour or against, within 2(two) working days of the conclusion of the AGM, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith
20. The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer's Report shall be made available to the shareholders as per the guidelines prescribes by Companies Act, 2013 and SEBI.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2

As per the provisions of Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors. In the opinion of the Board, Mr. Sanjeev Jain (DIN: 08912198), who was appointed as an additional Independent Director, and whose term concludes with this AGM, fulfills the conditions for 'Independence' specified under the Companies Act, 2013 for such appointment. He has furnished his consent to act as Independent director of the Company.

Pursuant to the provisions of the above referred Section it would be necessary to seek the approval of members for appointment of Independent Director. The copies of the notice as aforesaid, and a copy of draft letters of appointment of the aforesaid Director, setting out the terms and conditions of appointment would be available for inspection at the Registered Office of the Company on all working days during the business hours till the date of the Annual General Meeting and the said documents shall also be placed at the meeting.

Proposal of appointment of Mr. Sanjeev Jain (DIN: 08912198) is being placed to fulfill the requirements of Regulation 17 of SEBI LODR.

The Board recommends the resolution as set out in Item No. 2 of the notice to the members for their acceptance.

Except Mr. Sanjeev Jain, no other Directors, Promoters and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of Director Seeking Appointment / Re-Appointment at the Annual General Meeting

Name of the Director	Sanjeev Jain
Director Identification Number	08912198
Age	59
Nationality	Indian
Qualification	Diploma in Electrical Engineering
Experience	Having more than 38 years of experience in the field of machine and plant maintenance, project planning and execution, and financial management.
Date of Appointment	April 06, 2021
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	Electricals and Electronics (India) Ltd.
Relationship with other Directors/ Key Managerial Personnel	-
Memberships/Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee)	3
No. of meetings of Board attended during the year	Nil

CONSORTIUM VYAPAAR LTD

Registered Office: 159, Rabindra Sarani 3rd Floor Room No 3C Kolkata 700007,
CIN- L51109WB1993PLC060873
Phone Number:- 7835962839
Email-corp.consortium@gmail.com, Website: www.consortiumvyapaar.co.in

ATTENDANCE SLIP

Folio No. _____ DP ID No. _____ Client Id No. _____

Name of the Member _____ Signature: _____

Name of the proxy holder _____ Signature: _____

I/we certify that I am registered shareholder/Proxy for the registered shareholder of the company.

I /We hereby record my presence at the 28th Annual General Meeting of Consortium Vyapaar Ltd held on Thursday, 30th September 2021 at 3:00 P.M at 159 Rabindra Sarani, 3rd floor, Room No. 3C, Kolkata – 700007.

(Signature of the Members / Proxy)

Notes:

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.
2. Shareholders/Proxy holders desiring to attend the meeting should bring their copy of Annual Report as the meeting.
3. Only shareholders of the Company and/or their Proxy will be allowed to attend the meeting

CONSORTIUM VYAPAAR LTDRegistered Office: 159, Rabindra Sarani 3rd Floor Room No 3C Kolkata 700007,

CIN- L51109WB1993PLC060873

Phone Number:- 7835962839

Email-corp.consortium@gmail.com, Website: www.consortiumvyapaar.co.in

Form No. MGT-11**PROXY FORM**

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

28th Annual General Meeting of Consortium Vyapaar Ltd at 159 Rabindra Sarani, 3rd floor, Room No. 3C, Kolkata - 700007 held on Thursday, 30th September 2021

Name of the member (s):	
Registered address:	
E-mail Id:	
No. of shares held:	
Folio No. / Client ID DP ID:	

I/We being the member(s) of _____ shares of Consortium Vyapaar Limited, hereby appoint

1. Name _____ Address _____
Email _____ Signature _____, or failing him/her
2. Name _____ Address _____
Email _____ Signature _____, or failing him/her
3. Name _____ Address _____
Email _____ Signature _____

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 28th Annual General Meeting of Consortium Vyapaar Ltd., to be held on Thursday, 30th September 2021 at 3:00 P.M. at the Registered Office of the Company and at any adjournment thereof, in respect of such Resolutions as are indicated below:

Particulars		For**	Against**
Ordinary Business			
Resolution No. 1:	(a) Adoption of standalone Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors and the Auditors thereon.		

	(b) Adoption of Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors and the Auditors thereon.		
Special Business			
Resolution No. 2:	Appointment of Mr. Sanjeev Jain as an Independent Director		

Signed this _____ day of _____, 2021

Signature of Shareholder(s) _____

Signature of Proxy Holder(s) _____

Affix Revenue
Stamp

Note:

1. This form of proxy in order to be effective should be duly stamped, completed and signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. ** Please put a “X” in the appropriate column against the Resolutions indicated in the Box. If you leave the “For” or “against” column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. A Proxy need not be a member of the Company.
4. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the Meeting.
5. The Proxy- holder should prove his identity at the time of attending the meeting.

**ROUTE MAP OF THE VENUE OF THE 28TH ANNUAL GENERAL MEETING OF
CONSORTIUM VYAPAAR LIMITED**



