

# Nouveau Global Ventures Limited

401/A, Pearl Arcade, Dawood Baug Lane, Off J. P. Road, Opp. P. K. Jewellers, Andheri (West), Mumbai - 400 058  
Tel.: 26778155 / 26797750 / 32459097. Fax: 26781187. Email: [nouveauglobal@gmail.com](mailto:nouveauglobal@gmail.com)  
CIN No: L01407MH1988PLC049645 Website: [www.nouveauglobal.com](http://www.nouveauglobal.com)

## **NOTICE**

**Notice** is hereby given that the **30<sup>th</sup> Annual General Meeting** of the Members of Nouveau Global Ventures Limited will be held on **Saturday, 29<sup>th</sup> September, 2018, at 10:30 A.M.** at Conference Room, Axis Bank, Springfield's, Lokhandwala Complex, Andheri (West), Mumbai - 400053 to transact the following business: -

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and
  - b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditors thereon; and
2. To appoint a Director in place of Ms. Asha Khadaria (holding DIN: 00219112) who retires by rotation and being eligible offers herself for re-appointment.

### **SPECIAL BUSINESS:**

3. **To appoint Niraali Santosh Thingalaya (DIN:08125213) as an Independent Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Niraali Santosh Thingalaya (DIN: 08125213), who qualifies for being appointed as an Independent Director and has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) years with effect from 29<sup>th</sup> September, 2018 up to 28<sup>th</sup> September, 2023.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution and to file e-forms to the Registrar of Companies, Mumbai."

**By and on behalf of the Board**  
**For Nouveau Global Ventures Limited**

### **Registered Office:**

401/A, Pearl Arcade,  
Opp. P. K. Jewellers,  
Dawood Baug Lane, Off J. P. Road,  
Andheri (West), Mumbai - 400 058

**Sd/-**

**Krishan Khadaria**  
**Managing Director**  
**DIN: 00219096**

**Add: B/11, 1102/2, Oberoi Sky Garden,**  
**3rd Cross Lane Lokhandwala Complex,**  
**Andheri (West), Mumbai 400053**

Date: August 28, 2018

Place: Mumbai

## **NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED HERewith AND, IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF THE MEETING.**

**A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 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.**

2. The relevant Explanatory Statement pursuant to Section 102 of the Act and Secretarial Standard on General Meetings (SS-2), relating to the Special Business to be transacted at the Meeting is annexed hereto as **ANNEXURE A** to this Notice.
3. Information under Regulations 26 (4) and 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and as required under the Secretarial Standard 2 on General Meeting issued by the Institute of Company Secretaries of India relating to Directors proposed to be appointed / re-appointed is provided in the **ANNEXURE B** to this Notice.
4. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) shall send certified true copy of the Board Resolution/Authority letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company to attend the meeting.
5. The members are requested to kindly bring their copy of the annual report with them at the AGM, as no extra copy of annual report would be made available at the AGM. Members/proxies should also bring the attached attendance slip, duly filled and hand it over at the entrance to the venue.
6. Members / Proxy coming to attend the Annual General Meeting are requested to carry their original photo ID (passport/driving license/ voter's card/PAN card) proof with them for the purpose of verification at the venue.
7. When a member appoints a proxy and both the member and proxy attend the meeting, the proxy stands automatically revoked.
8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
10. Documents open for inspection:
  - a) Every member entitled to vote at the meeting, or on any resolution to be moved thereat, shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time

during the business hours of the Company, provided that not less than three days' notice in writing of the intention so to inspect is given to the Company.

- b) Relevant documents referred to in the accompanying Notice and Explanatory Statement are open for inspection by the members at the Registered Office of the Company between 11:00 A.M. to 1:00 P.M. on all days except Saturdays, Sundays and public holidays ,up to the date of the Meeting.
  - c) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the various Registers under the Companies Act, 2013, will be available for inspection by the members at the meeting.
11. The Register of Members and share transfer books of the Company shall remain closed from **Saturday, September 22, 2018 to Saturday, September 29, 2018**, (both days inclusive).
  12. Members are requested to notify immediately any change in their communication address to their Depository Participants (DPs) in respect of their electronic share accounts quoting Client ID Number and to **M/s. Bigshare Services Private Limited**, Company's Registrar & Share Transfer Agent, in respect of their holding in physical shares, quoting Folio No..
  13. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in form no. SH-13, to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in form no. SH-14, to the Registrar and Transfer Agent of the Company. These forms are available on the Company's website for download.
  14. Members, desiring any information relating to the accounts, are requested to write to the company at an early date for the management to keep the information ready.
  15. Pursuant to SEBI circular dated April 20, 2018 shareholders whose ledger folios do not have or having incomplete details with regard to Permanent Account Number (PAN) and Bank particulars are required to compulsorily furnish the same to the RTA or the Company for registration in the folio.

Shareholders holding shares in physical form are requested to notify the Company / RTA in writing, any change in their Bank Account details under the signature of sole / first joint holder. Beneficial owners of shares in electronic form are requested to send their instructions regarding change of name, change of address, bank details, nomination, power of attorney, etc. directly to their DP as the same are maintained by the DP.

SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to furnish their PAN details to their DP, if not already provided. Members holding shares in physical form are required to mandatorily submit the following to RTA:

- i) a copy of their PAN card; if not already provided; and
  - ii) a copy of the PAN card of the transferee(s), members, surviving joint holder(s) / legal heir(s) while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.
16. In accordance with the amendments to Regulation 40 of the Listing Regulations, made effective from 8<sup>th</sup> June, 2018, the Securities and Exchange Board of India (SEBI) has revised the provisions relating to transfer of listed securities and has decided that except in case of transmission or transposition of securities, requests for effecting the transfer of securities shall not be processed unless the securities are held in the dematerialized form with depository (National Securities Depository Limited and Central Depository Services (India) Limited). This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, facilitate convenience and safety of transactions for investors.

***Members holding shares in physical form are advised to convert their holding(s) to dematerialized form before 5<sup>th</sup> December, 2018***, so as to eliminate all risks associated with physical shares. For any clarification, assistance or information, relating to dematerialization of shares the Company's RTA may be contacted.

17. The annual report for the financial year 2017-18 has been sent through email to those members who have opted to receive electronic communication or who have registered their email addresses with the Company/Depository Participant(s). The annual report is also available on company's website: [www.nouveauglobal.com](http://www.nouveauglobal.com). The physical copy of the annual report has been sent in the permitted mode to those members who have either opted for the same or have not registered their email addresses with the Company/Depository Participant(s).
18. To support the green initiatives of the Government, members who have not registered their e-mail address so far are requested to register their e-mail address, in respect of their electronic holdings with the Depository through their concerned Depository Participant(s) and members who hold shares in physical form are requested to register their e-mail address with the Registrar of the Company i.e. M/s. Bigshare Services Private Limited.
19. Shareholders are informed that by the operation of the Act, a notice may be sent through e-mail as a text or as an attachment to e-mail or as a notification providing electronic link or Uniform Resource Locator (URL) for accessing such notice. Shareholders are advised to update their e-mail IDs with their DPs. All future communication of the Company to shareholders who have registered their e-mail IDs with their DPs or Company will be sent only by way of e-mail. Shareholders are requested to check their e-mails at regular intervals.

Shareholders are also informed that under the Act, the company's obligation shall be satisfied when it transmits the e-mail and the company shall not be held responsible for a failure in transmission beyond its control. If a member entitled to receive notice fails to provide or update relevant e-mail address to the Company or to the DP as the case may be, the Company shall not be in default for not delivering notice via e-mail.

20. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) the Company is pleased to provide remote e-voting facilities to its Members in respect of the business to be transacted at the 30<sup>th</sup> Annual General Meeting (AGM) of the Company. The Company has engaged the services of National Securities Depository Ltd (NSDL) as authorised agency to provide 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') The detailed instructions for e-voting are provided in this notice.
21. A **ROUTE MAP** giving directions of the venue of the meeting is annexed to the Notice. Members may also note that the Notice of the Meeting along with the route map will also be available on the website of the Company [www.nouveauglobal.com](http://www.nouveauglobal.com) and on the website of BSE viz. [www.bseindia.com](http://www.bseindia.com) for download.

### **INSTRUCTION FOR E-VOTING:**

22. Pursuant to provisions of section 108 of the Companies Act, 2013, rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Listing Regulations, the company is pleased to provide remote e-voting facility to members to cast their vote on all resolutions set forth in the notice convening the 30<sup>th</sup> Annual General Meeting (AGM) to be held on Saturday, September 29, 2018 at 10.30 AM.

23. The remote e-voting period commences on 26<sup>th</sup> September, 2018 (9:00 am) and ends on 28<sup>th</sup> September, 2018(5:00 pm) both days inclusive. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, September 22, 2018 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 casted by the member, the member shall not be allowed to change it subsequently.
24. The voting rights of shareholders shall be in proportion to the shares held by them, of the paid up equity share capital of the company as on the cut-off date i.e. Saturday, September 22, 2018.

Please read the instructions printed below before exercising your vote.

#### **STEPS FOR REMOTE E-VOTING:**

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.

#### **➤ Step 1 – Details are mentioned below:**

How to Log-in to 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.nsdl.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:

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>   |
|---|---|
| a) For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br>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<br>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<br>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](http://www.evoting.nsdl.com).
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.

➤ **Step 2 - Details are given below:**

1. How to cast your vote electronically on NSDL e-Voting system?
2. 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.

3. 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.
4. Select “EVEN” of the Company which is 108389.
5. Now you are ready for e-Voting as the Voting page opens.
6. 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.
7. Upon confirmation, the message “Vote cast successfully” will be displayed.
8. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
9. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

- a) 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 [caarvindbaid@gmail.com](mailto:caarvindbaid@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- b) Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Saturday, September 22, 2018, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer / RTA. 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.
- c) 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](http://www.evoting.nsdl.com) to reset the password.
- d) The members who have cast their vote by remote e-voting prior to the AGM may attend and participate in the AGM but they shall not be entitled to change or cast their vote again at the meeting.
- e) The facility for voting through ballot paper shall be made available at the AGM venue and the members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM venue through ballot paper.
- f) 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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- g) Mr. Arvind Dhanraj Baid, Practicing Chartered Accountants, Mumbai (Membership No. 155532), has been appointed by the Board of Directors as the scrutinizer to scrutinize remote e-voting process and the voting (Ballot Forms) at the Meeting venue in a fair and transparent manner.
- h) At the AGM, at the end of discussion on the resolutions on which voting is to be held, the chairman shall, with the assistance of scrutinizer, order voting through ballot paper for all those members who are present at the AGM but have not cast their votes electronically using the remote e-voting facility.

- i) The scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM 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. The scrutinizer shall prepare a consolidated scrutinizer's report of the total votes cast in favour or against, if any, not later than 48 hours after the conclusion of the AGM. This report shall be made to the chairman or any other person authorized by the chairman, who shall countersign the same and declare the result of the voting forthwith.
- j) The voting results declared along with the scrutinizer's report shall be placed on the company's website [www.nouveauglobal.com](http://www.nouveauglobal.com) and on the website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) immediately after the declaration of the result by the chairman or a person authorized by the chairman. The results shall also be immediately forwarded to the BSE Limited.

**By and on behalf of the Board**  
**For Nouveau Global Ventures Limited**

**Registered Office:**  
401/A, Pearl Arcade,  
Opp. P. K. Jewellers,  
Dawood Baug Lane, Off J. P. Road,  
Andheri (West), Mumbai – 400 058

**Sd/-**  
**Krishan Khadaria**  
**Managing Director**  
**DIN: 00219096**  
**Add:** B/11, 1102/2, Oberoi Sky Garden,  
3rd Cross Lane Lokhandwala Complex,  
Andheri (West), Mumbai 400053

Date: August 28, 2018  
Place: Mumbai

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

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 sets out the material facts relating to the business mentioned at item No. 3 of the accompanying notice dated August 28, 2018.

**ITEM NO.3**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 28<sup>th</sup> August, 2018 has proposed that Mrs. Niraali Santosh Thingalaya (DIN: 08125213), who has submitted a declaration that she meets the criteria for independence, as provided in Section 149 (6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), be appointed as an Independent Director on the Board of the Company for a period of five consecutive years commencing from the conclusion of ensuing AGM i.e. 29<sup>th</sup> September, 2018 up to 28<sup>th</sup> September, 2023.

As per the provisions of the Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and is not liable to retire by rotation. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mrs. Thingalaya for the office of Director of the Company. Mrs. Thingalaya is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

Pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India the requisite details of Mrs. Thingalaya are provided as an "Annexure B" to the Notice.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, the Board of Directors recommend the Ordinary Resolution as detailed in Item No. 3 of the Notice for the approval of the shareholders.

Other than Mrs. Niraali Santosh Thingalaya, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

**By and on behalf of the Board**  
**For Nouveau Global Ventures Limited**

**Registered Office:**

401/A, Pearl Arcade, Opp. P. K. Jewellers,  
Dawood Baug Lane, Off J. P. Road,  
Andheri (West), Mumbai – 400 058

**Sd/-**  
**Krishan Khadaria**  
**Managing Director**  
**DIN: 00219096**

**Add:** B/11, 1102/2, Oberoi Sky  
Garden, 3rd Cross Lane Lokhandwala  
Complex, Andheri (West), Mumbai  
400053

Date: August 28, 2018

Place: Mumbai

**Annexure B to the Notice**

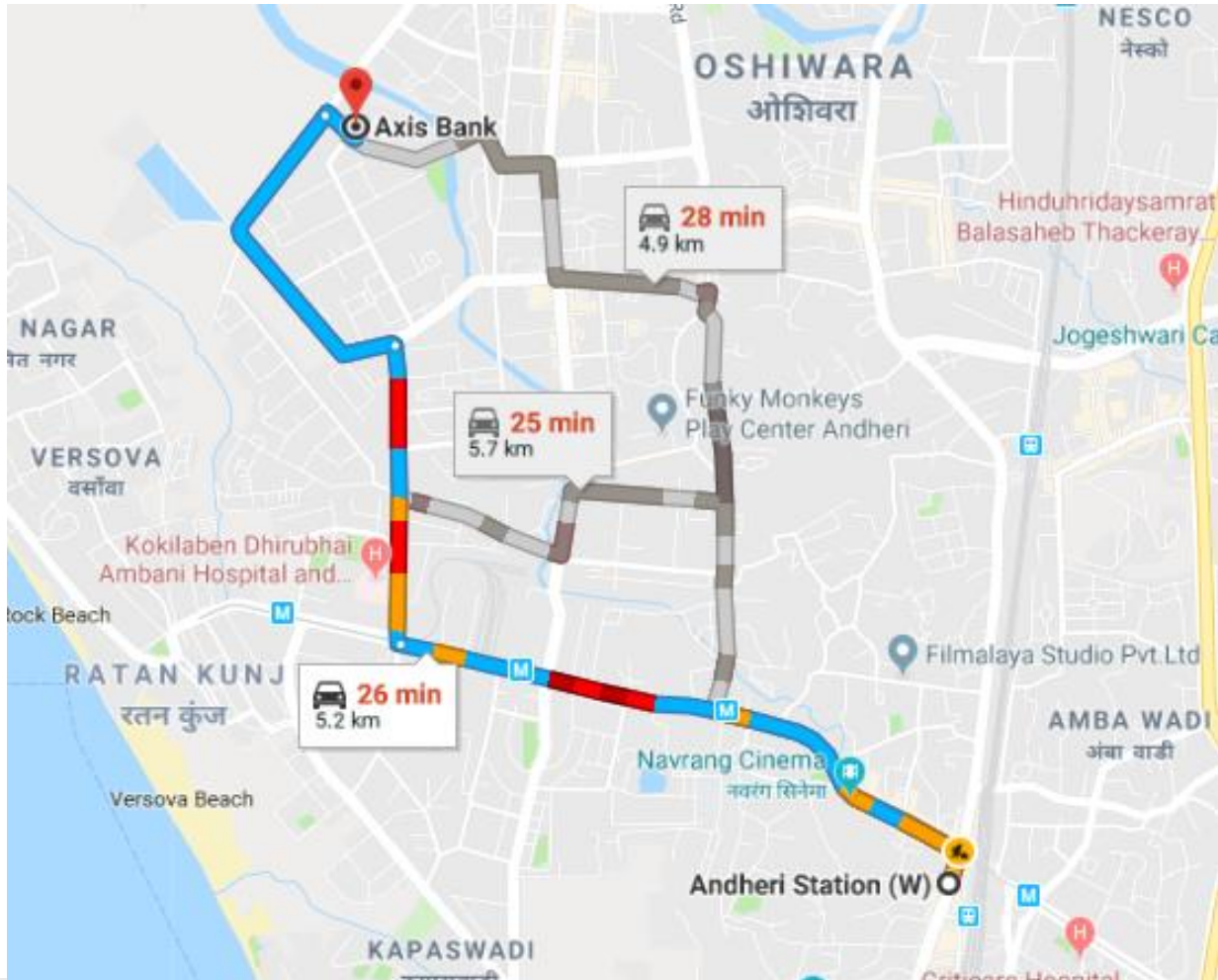
**PROFILE OF THE DIRECTORS BEING APPOINTED/ RE-APPOINTED**

The brief resume of each of the Director proposed to be appointed/ re-appointed at the 30<sup>th</sup> Annual General Meeting of the Company is given below:-

|   |   |   |
|---|---|---|
| <b>Name of Director</b>   | <b>Asha Khadaria</b>  | <b>Niraali Thingalaya</b>   |
| <b>DIN</b>  | 00219112  | 08125213  |
| <b>Date of Birth</b>  | 11/07/1964  | 13/08/1978  |
| <b>Nationality</b>  | Indian  | Indian  |
| <b>Date of appointment on Board</b>   | 30/03/2015  | 29/09/2018  |
| <b>Educational Qualification</b>  | Bachelor's degree in Arts   | Masters in Commerce   |
| <b>Experience</b>   | Mrs. Khadaria aged 47 years is a Bachelor of Arts. Always being artistic and into the humanities she thought to undertake a Bachelor of Arts degree. She also possesses strong analytical and investment evaluation skills and with her outstanding networking and relationship management ability she has attained significant experience in the field of Investment activities. | Mrs. Niraali, aged 40 years is Masters in Commerce and has experience of approximately 10 Years in the Film & Media Industry as well as in the field of finance and Accounts. She also served for 5 years as an Assistant Editor in a Regional Magazine at Maharashtra. |
| <b>Memberships/Chairmanships of Committees of other Public Companies (includes only Audit Committees and Shareholders/Investors' Grievance Committee)</b> | NONE  | NONE  |
| <b>List of directorship held in other Companies</b>   | 1. Mukta Agriculture Limited<br>2. Mystic Electronics Limited<br>3. Laxmiramuna Investments Private Limited<br>4. Pearl Arcade Amusement Private Limited  | 1. Mystic Electronics Limited<br>2. Mukta Agriculture Limited   |
| <b>Relationship between directors inter-se</b>  | Related to Mr. Krishan Khadaria, Managing Director of the Company.  | Not related to any Director of the Company.   |
| <b>Shareholding in the Company</b>  | 7,28,580  | NIL   |

## **ROUTE MAP OF THE VENUE**

**OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY,  
TO BE HELD ON 29<sup>TH</sup> SEPTEMBER, 2018 at 10.30 AM AT  
CONFERENCE ROOM, AXIS BANK, SPRINGFIELD'S, LOKHANDWALA COMPLEX, ANDHERI (WEST),  
MUMBAI – 400053**



**Venue of the Meeting:** Conference Room, Axis Bank, Springfield's, Lokhandwala Complex, Andheri (West), Mumbai – 400 053.

**Prominent Landmark:** Lokhandwala Complex.

# Nouveau Global Ventures Limited

401/A, Pearl Arcade, Dawood Baug Lane, Off J. P. Road, Opp. P. K. Jewelers, Andheri (West), Mumbai – 400 058

Tel.: 26778155 / 26797750 / 32459097. Fax: 26781187. Email: [nouveauglobal@gmail.com](mailto:nouveauglobal@gmail.com)

CIN No: L01407MH1988PLC049645 Website: [www.nouveauglobal.com](http://www.nouveauglobal.com)

## ATTENDANCE SLIP

Please fill attendance slip and hand it over at the entrance of the meeting hall Joint shareholders may obtain additional Slip at the venue of the meeting

|             |  |               |  |
|-------------|--|---------------|--|
| D.P. Id*    |  | Folio No.     |  |
| Client Id * |  | No. of Shares |  |

NAME OF THE SHAREHOLDER / PROXYHOLDER: \_\_\_\_\_

I hereby record my presence at the **30<sup>th</sup>Annual General Meeting** of the Company held on ***Saturday, 29<sup>th</sup> September, 2018, at 10:30 am*** at **Conference Room, Axis Bank, Springfield's, Lokhandwala Complex, Andheri (West), Mumbai – 400 053**

\_\_\_\_\_  
Signature of Shareholder/Proxy holder

**NOTE: PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING & HANDOVER AT THE ENTRANCE DULY FILLED & SIGNED. MEMBERS ARE REQUESTED TO BRING THEIR COPIES OF ANNUAL REPORT TO THE MEETING. MEMBERS WHO HOLD SHARES IN DEMATERIALISED FORM ARE REQUESTED TO FURNISH THEIR CLIENT ID AND DPIN FOR EASY IDENTIFICATION OF ATTENDANCE AT THE MEETING. PROXIES ARE REQUESTED TO BRING THEIR IDENTITY PROOF FOR VERIFICATION AT THE ENTRANCE OF THE MEETING.**

# Nouveau Global Ventures Limited

401/A, Pearl Arcade, Dawood Baug Lane, Off J. P. Road, Opp. P. K. Jewelers, Andheri (West), Mumbai – 400 058

Tel.: 26778155 / 26797750 / 32459097. Fax: 26781187. Email: [nouveauglobal@gmail.com](mailto:nouveauglobal@gmail.com)

CIN No: L01407MH1988PLC049645 Website: [www.nouveauglobal.com](http://www.nouveauglobal.com)

Form No. MGT-11

## PROXY FORM

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

CIN : L01407MH1988PLC049645  
Name of the Company : **Nouveau Global Ventures Limited**  
Registered Office : 401/A, Pearl Arcade, Opp. P. K. Jewelers,  
Daut Baug Lane, Off. J. P. Road, Andheri (W), Mumbai – 400058

Name of the member(s) : .....  
Registered Address : .....  
Email ID : .....  
Folio No./Client ID/DP ID : .....

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

- 1) Name : ..... Address : .....  
Email ID: ..... Signature : .....  
or failing him
- 2) Name : ..... Address: .....  
Email ID: ..... Signature: .....  
or failing him
- 3) Name: ..... Address: .....  
Email ID: ..... Signature : .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30<sup>th</sup> Annual General Meeting of the Company, to be held on **Saturday, 29<sup>th</sup> September, 2018, at 10:30 am** at **Conference Room, Axis Bank, Springfield's, Lokhandwala Complex, Andheri (West), Mumbai – 400 053** and at any adjournment thereof in respect of such resolutions as are indicated below:

| Ordinary Business  | For | Against |
|--|-----|---------|
| 1. Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and |     |         |
| 2. Appointment of Mr. Asha Khadaria (holding DIN: 00219112) who retires by rotation.   |     |         |
| Special Business   |     |         |
| 3. To appoint Mrs. Niraali Santosh Thingalya as an Independent Director of the Company.  |     |         |

Signed this ..... day of ..... 2018.

.....  
Signature of shareholder

.....  
Signature of Proxy holder(s)

Affix Re. 1/-  
Revenue  
Stamp

### Notes:

1. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.
2. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.

# Nouveau Global Ventures Limited

401/A, Pearl Arcade, Dawood Baug Lane, Off J. P. Road, Opp. P. K. Jewelers, Andheri (West), Mumbai - 400 058

Tel.: 26778155 / 26797750 / 32459097. Fax: 26781187. Email: [nouveauglobal@gmail.com](mailto:nouveauglobal@gmail.com)

CIN No: L01407MH1988PLC049645 Website: [www.nouveauglobal.com](http://www.nouveauglobal.com)

Serial No.

## BALLOT FORM

1. Name and Registered Address :  
of the Sole/First named  
Shareholder:
2. Name(s) of the Joint holder(s), :  
if any
3. Registered Folio Number / :  
DP ID No. / Client ID No.
4. Number of Share(s) held :

I/We hereby exercise my/our vote in respect of the Resolution(s) to be passed for the business stated in the Notice dated 28<sup>th</sup> August, 2018 convening the 30<sup>th</sup> Annual General Meeting of the Company to be held on Saturday, **29<sup>th</sup> September, 2018, at 10:30 a.m.**, by conveying my/our assent or dissent to the said Resolution(s) by placing the tick( ✓ ) mark at the appropriate box below:

| Item No. | Description   | Type of Resolution  | No. of shares held by me | I/We assent to the resolution (For) | I/We dissent to the resolution (Against) |
|----------|---|---------------------|--------------------------|-------------------------------------|--|
| 1        | Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; | Ordinary Resolution |                          |                                     |  |
| 2        | Appointment of Mr. Asha Khadaria (holding DIN: 00219112) who retires by rotation.   | Ordinary Resolution |                          |                                     |  |
| 3        | To appoint Ms. Niraali Santosh Thingalaya as an Independent Director of the Company   | Ordinary Resolution |                          |                                     |  |

Place : \_\_\_\_\_

Date : \_\_\_\_\_

\_\_\_\_\_  
Signature of the shareholder

**NOTE:** Kindly read the instructions printed overleaf before filing the form. Valid Ballot Forms received by the Scrutinizer before the conclusion of AGM on **29<sup>th</sup> September, 2018** shall only be considered.

### E-VOTING

Members may obtain below mentioned login credentials for casting his / her vote by remote e-voting by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or by contacting NSDL at the toll free no.: 1800-222-990

| EVEN (E Voting Event No.) | User ID | PASSWORD |
|---------------------------|---------|----------|
|                           |         |          |

Please follow steps for e-voting procedure as given in the Notice of AGM by logging on to [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .

## **INSTRUCTIONS**

- I. The Ballot Form should be completed and signed by the sole/first named member. In case of joint holding, this Form should be completed and signed by the first named member and in his absence by the next named joint holder. The signature of the member on this Ballot Form should be as per the specimen signature registered with the Company or furnished by National Securities Depository Limited to the Company, in respect of shares held in the physical form or dematerialized form, respectively .
- II. In case of shares held by Companies, trusts, societies, etc., the duly completed Ballot Form should be accompanied by a certified true copy of the Board Resolution/ Authorization together with attached specimen signature(s) of the duly authorized signatories.
- III. Member holding shares in dematerialized form are advised, in their own interest, to get their signatures verified by their Banker/Depository Participant (DP). Signatures should be verified by the Manager of the concerned Bank/DP by affixing a rubber stamp/seal mentioning name and address of the Bank/DP and name, stamp and signature of the Manager.
- IV. Member are requested not to send any other paper along with the Ballot Form and any other paper found in the envelope, the same would not be considered and would be destroyed by the Scrutinizer.
- V. The votes should be cast in for or against the Resolution putting the tick mark (√) in the column for assent or dissent. Ballot form bearing (√) in both the column will render the form invalid. Incomplete, unsigned, incorrectly filled Ballots will be subject to rejection by the Scrutinizer.
- VI. There will be one Ballot Form for every Folio/Client ID irrespective of the number of the joint holders.
- VII. The Ballot shall not be exercised by a Proxy.
- VIII. Ballot Form – Votes will be considered invalid on the following grounds:
  - (i) If the member's signature does not tally.
  - (ii) If the member has marked all his shares both in favour and also against the resolutions
  - (iii) If the Ballot paper is unsigned.
  - (iv) If the Ballot paper filled in pencil or signed in pencil.
  - (v) If the Ballot paper received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature could not be checked or one or more of the above grounds.
- IX. The Scrutinizer's decision on the validity of the Ballot will be final.

**Address of Scrutinizer : Mr. Arvind Baid -Scrutinizer, 802, Corporate Annexe, Sonawala Road, Near Udyog Bhawan, Goregaon (East), Mumbai - 400 063.**