

NOTICE**EXTRA-ORDINARY GENERAL MEETING**

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Members of Reliance Wealth Management Limited will be held on Tuesday, February 19, 2019 at 10.30 a.m. at Meeting Room No.10, Business Center, Ground Floor, Reliance Centre, Off Western Express Highway, Santacruz (East), Mumbai - 400 055 to transact the following businesses:

Special Business:

1. To consider and if thought fit, to pass with or without modifications, the following resolution as a "Special Resolution":-

"RESOLVED THAT pursuant to the provisions of Section 61 read with Sections 13, 64 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Authorised Share Capital of the Company be and is hereby increased from Rs.17,50,00,000/- (Rupees Seventeen Crore Fifty Lakh only) divided into 1,75,00,000 (One Crore Seventy Five Lakh) Equity Shares of Rs.10/- (Rupees Ten only) each to Rs. 45,00,00,000/- (Rupees Forty Five Crore only) divided into 4,50,00,000 (Four Crore Fifty Lakh) Equity Shares of Rs.10/- (Rupees Ten only) each by creation of new additional 2,75,00,000 (Two Crore Seventy Five Lakh) Equity Shares of Rs.10/- (Rupees Ten only) each.

RESOLVED FURTHER THAT the existing clause V (a) of the Memorandum of Association of the Company as to share capital be and is hereby deleted and in its place and stead the following new clause V (a) be substituted:

"V (a). The Authorised Share Capital of the Company is Rs. 45,00,00,000 /- (Rupees Forty Five Crore only) divided into 4,50,00,000 (Four Crore Fifty Lakh) Equity Shares of Rs.10/- (Rupees Ten only) each with rights, privileges, and conditions attached thereto as may be provided by the regulations of the Company for the time being in force with power to increase and reduce the capital, and to divide the shares in the capital for the time being into several classes (being those specified in the Companies Act, 2013) and to sub-divide, consolidate and convert shares and to attach thereto respectively such preferential, qualified, deferred or special rights, privileges or conditions as may be determined by or in accordance with the regulations under the Companies Act, 2013 and to vary, modify or abrogate such rights, privileges and conditions in such manner as may for the time being be provided by the regulations of the Company or the legislative provisions for the time being in force in this behalf."



RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take the necessary steps and do all such acts, deeds and things as may be necessary in this regard to give effect to this resolution."

Date: January 18, 2019
Place: Mumbai

By Order of the Board
For Reliance Wealth Management Limited



V.P. Saravaiya
Company Secretary

NOTES:

- 1) Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business to be transacted at the Meeting is annexed hereto.
- 2) **A member entitled to attend and vote at the Meeting 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. The instrument appointing the Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed not less than 48 hours before the Meeting. A Proxy form is sent herewith.**
- 3) Members/ Proxies are requested to bring their duly filled attendance slip sent herewith to the meeting.
- 4) Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of their board resolution authorizing their representatives to attend and vote on their behalf at the meeting.
- 5) Members are requested to write their Folio number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.
- 6) The route map of the venue forms an integral part of the Notice. The prominent landmark for the venue is also enclosed therein.

Date: January 18, 2019
Place: Mumbai



By Order of the Board
For Reliance Wealth Management Limited

V.P. Sawani
Company Secretary

Statement pursuant to Section 102 (1) of the Companies Act, 2013 to the accompanying Notice dated January 18, 2019

Item No.1

With a view to augment long-term capital for the business of the Company, it is proposed to issue 1.5 crore equity shares of Rs.10/-each on a rights basis to the existing equity shareholders of the Company.

The existing Authorised Share Capital of the Company is Rs. 17.5 crore (Rupees Seventeen Crore Fifty Lakh only) divided into 1,75,00,000 (One Crore Seventy Five Lakh) Equity Shares of Rs.10/- (Rupees ten only) each and the paid-up share capital of the Company as on date is Rs. 17.5 crore consisting of 1,75,00,000 (One Crore Seventy Five Lakh) Equity Shares of Rs.10/- (Rupees ten only) each.

It is therefore proposed to increase the authorised share capital of the Company to Rs. 45,00,00,000/- (Rupees Forty Five Crore only) divided into 4,50,00,000 (Four Crore Fifty Lakh) Equity Shares of Rs.10/- (Rupees Ten only) each by creation of new additional 2,75,00,000 (Two Crore Seventy Five lakh) equity shares of Rs.10/- each.

The proposed increase of authorised share capital requires the approval of the Members at a General Meeting. Consequent upon the increase in authorised share capital of the Company, its Memorandum of Association will require alteration so as to reflect the increase in the authorised share capital.

The new draft Memorandum of Association (MoA) of the Company after incorporating the above proposed changes in physical form is open for inspection by the Members of the Company at the Registered Office of the Company during business hours on all working days, excluding Saturdays between 11.00 A.M. and 1.00 P.M. upto the date of the Meeting. A copy of the new set of MoA shall be given to the members of the Company upon receipt of a request for the same, in writing, during the notice period. The new draft MoA will also be available for inspection by members at the Meeting.

Accordingly, authority of the Members of the Company is hereby sought by way of special resolution as set out at Item No. 1 of the Notice convening the Meeting.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the resolution.

The above special resolution is in the interest of the Company and the Directors commend the same for your approval.

Date: January 18, 2019
Place: Mumbai

By Order of the Board
For Reliance Wealth Management Limited



V.P. Srinivas
Company Secretary

Reliance Wealth Management Limited

Registered Office: Reliance Centre, 4th Floor, North Wing, Off Western Express Highway,
Santa Cruz (East), Mumbai- 400 055

CIN: U65999MH2009PLC189285 [Tel.: +91 22 3303 4001 Fax.: +91 22 3303 4663]

**ATTENDANCE SLIP
EXTRA-ORDINARY GENERAL MEETING**

*DP ID. / Client ID.		Name and Address of the registered Shareholder
Regd. Folio No.		
No. of Share(s) held		

(* Applicable for members holding share(s) in electronic form)

I /We hereby record my/our presence at the **Extra-Ordinary General Meeting** of the Members of Reliance Wealth Management Limited held on Tuesday, February 19, 2019 at 10.30 a.m. at Meeting Room 10, Business Center, Ground Floor, Reliance Centre, Off Western Express Highway, Santa Cruz (East), Mumbai- 400 055

Member's/Proxy's Signature

Note: Please complete this and hand it over at the entrance of the venue.

-----TEAR HERE-----

Reliance Wealth Management Limited

Registered Office: Reliance Centre, 4th Floor, North Wing, Off Western Express Highway,
Santa Cruz (East), Mumbai- 400 055

CIN: U65999MH2009PLC189285 [Tel.: +91 22 3303 4001 Fax.: +91 22 3303 4663]

Proxy Form

Form No. MGT-11

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

Name of the Member (s) :			
Registered Address :			
E-mail Id :			
*DP ID. / Client ID		Regd. Folio No.	

(* Applicable for members holding share(s) in electronic form)

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.....or failing him
- (3) 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 Meeting the **Extra-Ordinary General Meeting** of the Members of the Company to be held on Tuesday, February 19, 2019 at 10.30 a.m. at Meeting Room 10, Business Center, Ground Floor, Reliance Centre, Off Western Express Highway, Santa Cruz (East), Mumbai- 400 055 and at any adjournment thereof in respect of such resolution as is indicated below:

Resolution number and Matter of Resolution	For	Against
1. Increase in authorised share capital & consequent amendment of the Memorandum of Association of the Company.		

Signed this _____ day of _____, 2019

Signature of the Shareholder(s) _____

Signature of Proxyholder(s) _____

Affix
Revenue
Stamp

Note: 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.*



Route Map to the EGM Venue

