

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 Monday, March 19, 2018 at 1.15 p.m. at Meeting Room 8, Business Center, Ground Floor, Reliance Centre, Off Western Express Highway, Santa Cruz (East), Mumbai- 400 055 to transact the following business:

Special Business:

1. To consider and, if thought fit, to pass the following resolution as a "Special Resolution":-

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, ("the Act") read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution and to the exclusion of the entire regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to undertake all such acts, deeds, matters and things as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard without requiring the Board to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**By Order of the Board of Directors
For Reliance Wealth Management Limited**

Date: January 11, 2018

Place: Mumbai

V.P. Sawaiya

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 who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.
- 6) Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays between 11:00 a.m. and 1:00 p.m. up to the date of the Meeting.
- 7) The route map of the venue forms an integral part of the Notice. The prominent landmark for the venue is also enclosed therein.

**By Order of the Board of Directors
For Reliance Wealth Management Limited**

Date: January 11, 2018

Place: Mumbai



V.P. Sarvaya

Company Secretary

Statement pursuant to Section 102 (1) of the Companies Act, 2013 to the accompanying Notice dated January 11, 2018

Item No.1

The Articles of Association (AoA) of the Company as presently in force are largely based on Table A Schedule I, viz Articles of Association of a Company limited by shares, to the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the now-repealed Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Companies Act, 2013 (the "Act") and needs alignment with the Act.

Accordingly, it is deemed appropriate that the existing AoA be instead replaced in its entirety by new set of AoA to give effect to the above.

In terms of provisions of Section 14 and other applicable provisions of the Act read with the Rules made thereunder, adoption of new "AoA" requires approval of Members by way of a special resolution.

The proposed new set of AoA 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 AoA 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 set of AoA will also be available for inspection by members at the Meeting.

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

The above special resolution is in the interest of the Company and the Board recommends the Special Resolution as set out at Item No. 1 of the accompanying Notice for the approval for the Members.

**By Order of the Board of Directors
For Reliance Wealth Management Limited**

Date: January 11, 2018

Place: Mumbai

V.P. Sarraiga
Company Secretary



Reliance Wealth Management Limited

Registered Office: 7th Floor, B-Wing, Trade World, Kamala Mills Compound, S. B. Marg,
Lower Parel, Mumbai - 400 013

CIN: U65999MH2009PLC189285 [Tel.: +91 22 3320 1212 Fax.: +91 22 3320 1515]

**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 Monday, March 19, 2018 at 1.15 p.m. at Meeting Room 8, 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: 7th Floor, B-Wing, Trade World, Kamala Mills Compound, S. B. Marg,
Lower Parel, Mumbai - 400 013

CIN: U65999MH2009PLC189285 [Tel.: +91 22 3320 1212 Fax.: +91 22 3320 1515]

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 Monday, March 19, 2018 at 1.15 p.m. at Meeting Room 8, 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. Adoption of new set of Articles of Association.		

Signed this ____ day of _____, 2018

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

