

**NOTICE**

SHORTER NOTICE is hereby given that the 9<sup>th</sup> Annual General Meeting of the Members of CFM Asset Reconstruction Private Limited to be held on Friday, August 30, 2024, at 11:30 A.M at Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/13, S.G. Highway, Makarba, Ahmedabad-380051. to transact the following business as under:

**ORDINARY BUSINESS:**

**1. Adoption of Annual Audited Financial Statements and Reports thereon: -**

To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2024 and the Statement of the Profit & Loss for the year ended 31<sup>st</sup> March, 2024 together with the Reports of the Board of Directors and Auditors thereon.

**SPECIAL BUSINESS:**

**2. To consider and if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 188 (1) of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 (as applicable and as may be amended from time to time), and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) approval of shareholders of the Company be and is hereby accorded for approval of related party transactions as recommended by the Audit Committee & Board of Directors for the FY 2024-25 upto the maximum per annum amounts as appended below:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Amount in Rs.
1.	Remuneration to Richa Porwal	Relative of Director	Salary	75,00,000/-

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally



Corporate Office: 1st Floor, Wakefield House, Sprott Road, Ballard Estate, Mumbai 400038

Registered Office: Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/1+3, S. G. Highway, Makarba, Ahmedabad-380051

www.cfmarc.in | info@cfmarc.in | +91 22 40055282 | CIN: U67100GJ2015PTC083994

to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”

**3. To consider and if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:**

“RESOLVED THAT Mr. Santanu Sen (DIN: 09130460) who was appointed by the Board of Directors as Managing Director and Chief Executive Officer (CEO) of the Company with effect from May 14, 2024 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and Articles of Association of the Company, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.”

RESOLVED FURTHER THAT in accordance with the provisions of Sections 196 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Consent of the Members be and is hereby accorded for appointment of Mr. Santanu Sen (DIN: 09130460) as Managing Director and CEO and designated as Executive Director of the Company, for a period of 3 (Three) years with effect from May 14, 2024.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Registered Office:** Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/1+3, S.G. Highway, Makarba, Ahmedabad-380051

**Date:** August 23, 2024

**Place:** Mumbai

**For and On Behalf of the Board**  
**CFM Asset Reconstruction Private Limited**

  
Sakshi Poddar

Company Secretary



NOTES:

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 9<sup>TH</sup> ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.***
2. A route map giving directions to reach the venue of the 9<sup>th</sup> Annual General Meeting is given at the end of the Notice.
3. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail address is registered with the Company, unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Company. Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
4. Corporate Members intending to send their authorised representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail address with the Company. Members of the Company who have registered their e-mail address are also entitled to receive such communication in physical form, upon request.



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

**Item No.2**

The Company submits the following information as per Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 with respect to the transactions with related party for taking appropriate decision for approval of the proposed resolution as set out in the Item No. 2 of the Notice of the meeting by way of ordinary resolution.

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Amount in Rs.
1.	Remuneration to Richa Porwal	Relative of Director	Salary	75,00,000/-

Mr. Omprakash Porwal, Director is deemed to be interested financially or otherwise in the said resolution.

Your directors recommend the resolution set out above to be passed as an ordinary resolution by the members.

**Item No. 3**

The Board of Directors has appointed Mr. Santanu Sen (DIN: 09130460) as the Managing Director & CEO of the Company at the Board meeting of the Company held on May 14, 2024.

Mr. Santanu Sen (DIN: 09130460) is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given his consent to act as Director. The Company has received notices in writing from a member proposing the candidature of Mr. Santanu Sen (DIN: 09130460) for the office of Managing Director of the Company.

The Company has received consent and declaration in writing from Mr. Santanu Sen (DIN: 09130460) that he is not disqualified from being appointed as Director in terms of the provision of Section 164 of the Companies Act 2013.

The consent and approval of the Shareholders is sought for his appointment in accordance with the provision of the Act.



The Brief Profile of Mr. Santanu Sen (DIN: 09130460) is produced below for reference of the shareholders of the Company:

Sr. No.	Details	Particulars
1.	Name	Mr. Santanu Sen
2.	DIN	09130460
3.	Age	54 Years
4.	Educational Qualification	Bachelor of Science from University of Kolkata / PGDBM (Finance) from Indian Institute of Social Welfare & Business Management
5.	Experience	30 years
6.	terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	Duration: 5 Years Remuneration: Rs. 1.25 cr per annum
7.	remuneration last drawn by such person, if applicable	Rs. 1.09 cr per annum
8.	date of first appointment on the Board	14 May 2024
9.	shareholding in the company	Nil
10.	relationship with other Directors, Manager and other Key Managerial Personnel of the company	-
11.	the number of Meetings of the Board attended during the year	NA
12.	other Directorships, Membership/ Chairmanship of Committees of other Boards	Nil



The Board of Directors accordingly recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for your approval.

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

**Registered Office:** Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/1+3, S.G. Highway, Makarba, Ahmedabad-380051

**Date:** August 23, 2024

**Place:** Mumbai

**For and On Behalf of the Board  
CFM Asset Reconstruction Private Limited**



**Sakshi Poddar  
Company Secretary**



## ATTENDANCE SLIP

### 9<sup>th</sup> ANNUAL GENERAL MEETING

Registered Folio No.	
Name of the Member	
Address of the Member	
Number of Shares Held	

I hereby record my presence at the 9<sup>th</sup> Annual General Meeting of the Members of the Company which will be held at Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/1+3, S.G. Highway, Makarba, Ahmedabad- 380051 on **Friday, August 30, 2024, at 11:30 A.M.**

Name of the Member/ Proxy/ Authorised Representative	
Signature of the Member/ Proxy/ Authorised Representative*	

\*Strike out whichever is not applicable.



**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]

CIN : U67100GJ2015PTC083994  
Name of the Company : CFM Asset Reconstruction Private Limited  
Registered Office : Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/1+3, S.G. Highway, Makarba, Ahmedabad- 380051

Name of the Member (s) :	
Registered address :	
E- mail id :	
Folio No. :	

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/her
  
2. 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 9<sup>th</sup> Annual General Meeting of the Company to be held on \_\_\_\_\_, \_\_\_\_\_, 2024, at 11:00 A.M. at Block No. A/1003, West Gate, Near YMCA Club, Sur No. 835/1+3, S.G. Highway, Makarba, Ahmedabad- 380051 and at any adjournment(s) thereof in respect of such resolutions as are indicated below:





Agenda		Optional	
Sr. No.	Resolution	For	Against
1.	Adoption of Annual Audited Financial Statements and Reports thereon		
2.	To approve related party transactions u/s 188 of Companies Act, 2013		
3.	To approve the appointment of Mr. Santanu Sen as Managing Director and Chief Executive Officer of the Company.		

Signed this \_\_\_\_\_, \_\_\_\_\_, 2024,

Affix  
Revenue  
Stamp  
of Re. 1

Signature of Shareholder(s):

Signature of Proxy holder(s):

**Notes to Proxy Form:**

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 (forty-eight) hours before the commencement of the meeting.



## Route Map to the Venue of the 9<sup>th</sup> Annual General Meeting

### AGM Venue:

Block No. A/1003, West Gate,  
Near YMCA Club, Sur No. 835/13,  
S.G. Highway, Makarba,  
Ahmedabad, Gujarat - 380051

### Prominent Landmark:

Near YMCA Club

