



LOHIA SECURITIES LTD.

- MEMBER : NSE, BSE, MCX-SX, USE, CSE
- DEPOSITORY PARTICIPANT : NSDL, CDSL



Regd. Office : 4, Biplabi Trailokya Maharaj Sarani, (Brabourne Road), 5th Floor, Kolkata - 700 001
Phone : +91 4002 6600 / 6700, Fax : +91-4002 6800 Website : www.lohiasecurities.com
Email : info@lohiasecurities.com Complaint : grievance@lohiasecurities.com

CIN No. L67120WB1995PLC067195

November 27, 2020

To,
The Secretary
The Calcutta Stock Exchange Ltd.
7 Lyons Range
Kolkata-700 001

The Secretary,
Corporate Relation Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai- 400 001
.._Scrip Code: 590082

Subject: Notice of 26th Annual General Meeting of Lohia Securities Ltd. to be held on 19th December, 2020.

Dear Sir,

We are enclosing herewith Notice of the 26th Annual General Meeting of the scheduled to be held on Saturday, 19th December, 2020 at 11.00 AM. through video conference('VC') / Other Audio Visual Means ('OAVM').

Kindly take the same on your records

Thanking you,

Yours faithfully,
For **Lohia Securities Limited**

Narendra Kumar Rai
Company Secretary

Encl: As stated above

Institutional Dealing Office :

1602-B, Lady Ratan Tower, 72, Dainik Shivner Marg, Gandhinagar, Worli, Mumbai - 400 018
Phone : +91 22 2261 0552/0562, 2492 4449/4462, 2490 1308, Fax : +91 22 2490 1310



LOHIA SECURITIES LIMITED

CIN: L67120WB1995PLC067195

Registered Office: 4 Biplabi Trailokya Maharaj Sarani (Brabourne Road), 5th floor, Kolkata 700 001

Phone No. +91 4002 6600/ 6700, Fax: +91 4002 6800,

Website: www.lohiasecurities.com, E-mail: info@lohiasecurities.com

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the Members of Lohia Securities Limited (CIN: L67120WB1995PLC067195) will be held on Saturday, the 19th day of December, 2020 at 11.00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business. The venue of the meeting shall be deemed to be the registered office of the Company at 4 Biplabi Trailokya Maharaj Sarani (Brabourne Road), 5th floor, Kolkata 700 001.

ORDINARY BUSINESS:

- 1 To receive, consider and adopt the audited financial statement of the Company, for the financial year ended 31st March, 2020, together with the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolutions as **Ordinary Resolution**:

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and is hereby considered and adopted."

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company, for the financial year ended 31st March, 2020, together with the report of the Auditors thereon and in this regard, pass the following resolution as **Ordinary Resolution**:

"RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon laid before this meeting, be and is hereby considered and adopted."

3. To consider and declare dividend on equity shares as recommended by the directors @₹0.20 (Twenty paise) per equity shares of face value of ₹10/- each for the year ended 31st March 2020.

4. To appoint a Director in place of Mr. Mahesh Kumar Bajaj (DIN: 00080157), who retire by rotation and being eligible, offer himself for re-appointment as a Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Mahesh Kumar Bajaj (DIN: 00080157), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation. "

SPECIAL BUSINESS:

5. **Re-appointment of Mr. Hari Kishan Lohia (DIN 00081055) as Whole-time Director (Retail Trade)**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 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 from time to time or any re-enactment thereof for the time being in force) read with Schedule V to the said Act, the consent of the members of the Company be

and is hereby granted for re-appointment of Mr. Hari Kishan Lohia (DIN: 00081055) as a Whole-time Director (Retail Trade) of the Company, for a period covering from 15th April, 2020 to 14th April, 2023, or up to any further extension in his tenure beyond the end of his present tenure as aforesaid, which may be granted to him by the Board of Directors/ Nomination and Remuneration Committee on such terms and conditions as are set out in the Explanatory Statement attached to the Notice of this meeting, a copy of which initiated by the Chairman of the meeting, for the purpose of identification, is placed before this meeting.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter and vary the said remuneration, perquisites/ benefits payable to Mr. Hari Kishan Lohia as the Whole-time Director as may be mutually agreed between the Company and Mr. Hari Kishan Lohia, subject to the applicable provisions and approval of the Central Government, if required.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things that may in their absolute discretion consider necessary, proper, expedient, desirable or appropriate and take all necessary and desirable steps for the aforesaid purpose and matters incidental thereto. “

6. Re-appointment of Mr. Mahesh Kumar Bajaj (DIN 00080157) as Whole-time Director (Arbitrage)

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 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 from time to time or any re-enactment thereof for the time being in force) read with Schedule V to the said Act, the consent of the members of the Company be and is hereby granted for re-appointment of Mr. Mahesh Kumar Bajaj (DIN: 00080157) as a Whole-time Director (Arbitrage) of the Company, for a period covering from 15th April, 2020 to 14th April, 2023, or up to any further extension in his tenure beyond the end of his present tenure as aforesaid, which may be granted to him by the Board of Directors/ Nomination and Remuneration Committee on such terms and conditions as are set out in the Explanatory Statement attached to the Notice of this meeting, a copy of which initiated by the Chairman of the meeting, for the purpose of identification, is placed before this meeting.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter and vary the said remuneration, perquisites/ benefits payable to Mr. Mahesh Kumar Bajaj as the Whole-time Director as may be mutually agreed between the Company and Mr. Mahesh Kumar Bajaj, subject to the applicable provisions and approval of the Central Government, if required.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things that may in their absolute discretion consider necessary, proper, expedient, desirable or appropriate and take all necessary and desirable steps for the aforesaid purpose and matters incidental thereto. “

7. Re-appointment of Mr. Rajesh Kumar Bajaj (DIN 00080664) as Whole-time Director (Research)

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 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 from time to time or any re-enactment thereof for the time being in force) read with Schedule V to the said Act, the consent of the members of the Company be and is hereby granted for re-appointment of Mr. Rajesh Kumar Bajaj (DIN: 00080664) as a Whole-time Director (Research) of the Company, for a period covering from 15th April, 2020 to 14th April, 2023, or up to

any further extension in his tenure beyond the end of his present tenure as aforesaid, which may be granted to him by the Board of Directors/ Nomination and Remuneration Committee on such terms and conditions as are set out in the Explanatory Statement attached to the Notice of this meeting, a copy of which initialed by the Chairman of the meeting, for the purpose of identification, is placed before this meeting.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter and vary the said remuneration, perquisites/ benefits payable to Mr. Rajesh Kumar Bajaj as the Whole-time Director as may be mutually agreed between the Company and Mr. Rajesh Kumar Bajaj, subject to the applicable provisions and approval of the Central Government, if required.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things that may in their absolute discretion consider necessary, proper, expedient, desirable or appropriate and take all necessary and desirable steps for the aforesaid purpose and matters incidental thereto. “

By Order of the Board
Lohia Securities Limited

Registered Office:
4 Biplabi Trailokya Maharaj Sarani (Brabourne Road),
5th floor,
Kolkata 700 001

Narendra Kumar Rai
Company Secretary

Dated: 11th November, 2020

Notes:

NOTES

- 1 In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) vide its circular no. 20/2020 dated 5th May, 2020 read with circular no. 14/2020 dated 8th April, 2020 and circular no. 17/2020 dated 13th April, 2020 (collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, relaxed the provisions of the Companies Act, 2013 (“the Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and permitted holding of AGM through VC / OAVM, without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013 read with MCA Circulars and Listing Regulations, the AGM of the Company is being held through VC / OAVM. The Company will conduct the AGM through VC/ OAVM from its Registered Office, i.e. 4 Biplabi Trailokya Maharaj Sarani (Brabourne Road), 5th floor, Kolkata 700 001, which shall be deemed to be venue of the meeting.
- 2 Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 3 Pursuant to Section 113 of the Act, Institutional / Corporate Shareholders (i.e. Shareholders other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through

VC / OAVM on its behalf and to vote through e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to nisha.kumari@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.

- 4 In terms of the MCA Circular, no. 20/2020 dated 5th May, 2020. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 5 In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote electronically at the AGM.
- 6 M/s **Vasudeo & Associates**, Chartered Accountants (ICAI Firm Registration No. 319299E) were appointed as Statutory Auditors of the Company for five consecutive years, i.e, from the conclusion of the Twenty-third Annual General Meeting until the conclusion of Twenty-eight Annual General Meeting to be held in the calendar year 2022 and they will be paid such remuneration as may be decided by the Audit Committee of the Board. The requirement to place the matter relating to the appointment of Auditors for ratification by members at every AGM has been done away with vide notification issued by the Ministry of Corporate Affairs effective from 7th May, 2018. Accordingly, no resolution is proposed for ratification of appointment of Statutory Auditors.
- 7 **The Register of Members and Share Transfer Books of the Company was closed from Monday, 21st September, 2020 to Saturday, 26th September, 2020 (both days inclusive) for the purpose of AGM.**
- 8 In terms of Regulation 40 of the Listing Regulations, as amended, with effect from 1st April, 2019, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, requests for physical transfer of securities are not being processed from 1st April, 2019 onwards. However, Members can continue to hold shares in physical form. In view of the above and to avail free transferability of shares and various benefits of dematerialization and also to eliminate the risks associated with physical holding of shares, members are advised to dematerialise shares held by them in physical form.
- 9 Members holding shares in physical mode-
 - (a) are required to submit/ update their Permanent Account Number (PAN) and bank account details to the Company / RTA, if not registered with the Company as mandated by SEBI.
 - (b) are advised to register nomination (if not already registered) in respect of their shareholding in the Company using Form SH-13. Change in nomination can also be done using Form SH-14.
 - (c) are requested to register / update their e-mail address with the Company / RTA for receiving all communications from the Company electronically.
 - (d) are requested to update any change in their address to the Company / RTA.
- 10 Members holding shares in electronic mode:
 - (a) are requested to submit/ update their PAN and bank account details to their respective Depository Participants (DPs) with whom they are maintaining their demat accounts.
 - (b) are advised to contact their respective DPs for registering/ changing their nomination.
 - (c) are requested to register / update their e-mail address with their respective DPs for receiving all communications from the Company electronically.
 - (d) are requested to update any change in their address to their respective DPs.

- 11 Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates and self-attested copies of the PAN for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or its RTA for assistance in this regard.
- 12 Members seeking any information regarding accounts are requested to write to the Company at least seven days before the date of the meeting through email at narendra.rai@lohiasecurities.com so as to enable the management to keep the same ready on the date of AGM and to reply suitably.
- 13 The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company at narendra.rai@lohiasecurities.com.
- 14 The Company has transferred the unpaid/ unclaimed dividend for the years prior to and including the Financial Year 2012-13, from time to time, on respective due dates, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. The Company has been sending reminders to those members having unpaid/unclaimed dividends before transfer of such dividend(s) to IEPF. The Company has also uploaded the details of unpaid/ unclaimed amounts lying with the Company, on the website of the Company (www.lohiasecurities.com) as also on the website of the Ministry of Corporate Affairs. Members who wish to claim dividends, which remain unclaimed, are requested to correspond with the Company or its RTA. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the IEPF on due dates.
- 15 Members are requested to note that dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of which dividends have not been encashed consecutively for a period of 7 years, are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in. The Company had sent intimation in this regard to all the shareholders who have not claimed/encashed their dividends consecutively for the last seven years. The Company had also simultaneously published notice in the leading newspapers in this regard and also uploaded on the "Investors Section" of the Company's website, details of such shareholders and shares which have been/ are due for transfer to IEPF Account.

16 INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of

participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.lohiasecurities.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

(i) The remote e-voting period begins on **Wednesday, December 16, 2020** (9.00 A.M. IST) and **ends on Friday, December 18, 2020** (5.00 P.M. IST). 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 **Saturday, September 12, 2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department

	(Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. **For Physical shareholders** - please register their e-mail addresses online on the email id: nichetechpl@nichetechpl.com providing the necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card).

2. **For Demat shareholders** - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **Company/RTA email id.**

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at Narendra.rai@lohiasecurities.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (Narendra.rai@lohiasecurities.com). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility 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 available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- 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 a 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 linked in the login 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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; narendra.rai@lohiasecurities.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 or contact) Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

17. Instructions for e-voting during the AGM

- (a) The procedure for e-voting during the AGM is the same as mentioned above for remote e-voting.
- (b) The aforesaid facility will be available only to those Members who participate in the AGM and who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e-voting, will not be entitled to cast their votes once again.

18. General Information

- (a) There will be one vote for every Client ID/registered folio number irrespective of the number of joint holders.
- (b) In case the Members require any technical assistance with respect to attending the meeting or voting during the meeting, they may contact the helpline numbers mentioned above under Clause (c) of Other Instructions' for remote e-voting.
- (c) The Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act, the Register of contracts with related party, and contracts and bodies etc. in which Directors are interested under Section 189 of the Act, will remain available for inspection during the meeting, on the CDSL e-voting system after login.
- (d) The Results of voting will be declared within 48 hours from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes.

The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's corporate website www.lohiasecurities.com under the section Investor Information and on the website of CDSL; such Results will also be forwarded to the CDSL, BSE Limited and The Calcutta Stock Exchange Limited, where the Company's shares are listed.

19. As per MCA Circulars and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, electronic copies of the Notice of AGM and Annual Report are being sent only by email to those members whose email addresses are registered with the Company / Depository Participant(s). Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.lohiasecurities.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and on the website of CDSL www.evotingindia.com.
20. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company's RTA in case the shares are held in physical form by sending the duly filled in E-communication registration form enclosed with this Notice to our RTA on their email ID nichetechpl@nichetechpl.com or to the Company at narendra.rai@lohiasecurities.com so as to receive all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
21. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts in respect of Special Business under item no(s). 5 to 7 of the Notice is annexed hereto.
22. Information in terms of Regulation 36(3) of the Listing Regulations, the Companies Act, 2013 and 'Secretarial Standards on General Meetings' (SS-2), in respect of Directors seeking appointment/ re-appointment at this AGM, is annexed hereto.
23. Since the AGM will be held through VC / OAVM, Route Map is not annexed in this Notice.
24. Pursuant to the Income-tax Act, 1961 ("the IT Act") read with the Finance Act, 2020, dividend income is taxable in the hands of the Members with effect from 1st April, 2020 and the Company is required to deduct tax at source from such dividend at the prescribed rates. Communication providing information and detailed instructions with respect to tax on dividend for the financial year ended 31st March, 2020 is being sent separately by the Company to the Members.

ANNEXURE TO THE NOTICE

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

As required by Section 102 of the Companies Act, 2013 the following explanatory statement sets out all material facts relating to the business mentioned under items nos. 5 to 7 of the accompanying Notice

Item no. 5

Appointment of Mr. Hari Kishan Lohia as Whole-time Director (Retail Trade)

Pursuant to the provisions of Sections 196, 197 and other applicable provisions, read with Schedule V of the Companies Act, 2013 and the Rules made thereunder and as recommended by the Nomination and Remuneration Committee of the Board, and subject to the approval of the shareholders, the Board of Directors at its meeting held on 4th April, 2020, re-appointed Mr. Hari Kishan Lohia (DIN 00081055) as Whole-time Director with effect from 15th April, 2020, for a period of three years.

Mr. Hari Kishan Lohia has been associated with the Company for more than 25 years and is designed as Whole-time Director (Retail Trade). Since he has attained the age of 68 years, he is in good physical condition and he is of sound and alert mind. The Board is confident about Mr. Lohia being able to function and discharge his duties in cable and competent manner.

Considering his long association with the Company and adequate experience in various fields, the Board recommends re-appointments of Shri Lohia as Whole-time Director of the Company for a period of three years with effect from 15th April, 2020 on the terms as to remunerations, allowances as set out below subject to approval, if any as may be required under law.

The Whole-time Director (Retail Trade) will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.

Basic Salary – ₹85,000 (Rupees Eighty-five thousand) per month (In the scale of ₹85,000/- ₹1,00,000/-) per month

Reimbursement for entertainment, travelling and other actual expenses properly incurred for the purpose of Company's business shall not be considered as perquisite. Gratuity and Provident Fund as per policy of Company

No sitting fees to be paid for attending meetings of the Board of Directors or any committee thereof.

Mr. Lohia is not related to any other Director and Key Managerial Personnel of the Company. Mr. Lohia shall be subject to retirement by rotation during his tenure as Whole-time Director of the Company.

Mr. Hari Kishan Lohia satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Lohia and his relatives are, in any way, concerned or interested in the said resolutions.

The resolution as set out in item no. 6 of this Notice is accordingly commended for your approval. A brief resume of Mr. Lohia as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as an Annexure to this Notice.

Item no.6

Appointment of Mr. Mahesh Kumar Bajaj as Whole-time Director (Arbitrage)

Based on the recommendation of the Nomination and Remuneration Committee, Mr. Mahesh Kumar Bajaj was appointed as the Whole-time Director (Arbitrage) of the Company with effect from 1st April, 2017, subject to the approval of the members.

Mr. Mahesh Kumar Bajaj has a very long association with the Company and is one of the promoter-director of the Company. He is a commerce graduate by qualification, with around 34 years of experience of securities market.

The Whole-time Director (Arbitrage) will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.

Considering his long association with the Company and adequate experience in various fields, the Board recommends appointments of Mr. Mahesh Kumar Bajaj as Whole-time Director of the Company for a period of three years with effect from 15th April, 2020 on the terms as to remunerations, allowances as set out below subject to approval, if any as may be required under law.

Basic Salary – ₹80,000 (Rupees Eighty thousand) per month (In the scale of ₹80,000/- ₹1,00,000/-) per month

Reimbursement for entertainment, travelling and other actual expenses properly incurred for the purpose of Company's business shall not be considered as perquisite. Gratuity and Provident Fund as per policy of Company

No sitting fees to be paid for attending meetings of the Board of Directors or any committee thereof.

Mr. Mahesh Kumar Bajaj satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Mr. Mahesh Kumar Bajaj is not related to any other Director and Key Managerial Personnel of the Company. He shall be subject to retirement by rotation during his tenure as Whole-time Director of the Company. None of the Directors, Key Managerial Personnel and their relatives other than Mr. Mahesh Kumar Bajaj and his relatives are, in any way, concerned or interested in the said resolutions.

The resolution as set out in item no. 6 of this Notice is accordingly commended for your approval. A brief resume of Mr. Mahesh Kumar Bajaj as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as an Annexure to this Notice.

Item no. 7

Appointment of Mr. Rajesh Kumar Bajaj as Whole-time Director (Research)

Based on the recommendation of the Nomination and Remuneration Committee, Mr. Rajesh Kumar Bajaj was appointed as the Whole-time Director (Research) of the Company with effect from 15th April, 2020, subject to the approval of the members.

Mr. Rajesh Kumar Bajaj has a very long association with the Company and is a promoter-director of the Company. A commerce graduate by qualification, with around 25 years of experience of securities market, Mr. Rajesh Kumar Bajaj joined the Company on 18/01/1995 and was Managing Director of the Company from 2000 to 2015.

The Whole-time Director (Research) will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.

Considering his long association with the Company and adequate experience in various fields, the Board recommends appointments of Mr. Rajesh Kumar Bajaj as Whole-time Director of the Company for a period of three years with effect from 15th April, 2020 on the terms as to remunerations, allowances as set out below subject to approval, if any as may be required under law.

Basic Salary – ₹ 1,25,000 (Rupees One lakh twenty-five thousand) per month

Reimbursement for entertainment, travelling and other actual expenses properly incurred for the purpose of Company's business shall not be considered as perquisite. Gratuity and Provident Fund as per policy of Company

No sitting fees to be paid for attending meetings of the Board of Directors or any committee thereof.

The remuneration and other terms and conditions of Mr. Bajaj's appointment as Whole-time Director as set out in the resolution is subject to your approval.

Mr. Rajesh Kumar Bajaj satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Mr. Rajesh Kumar Bajaj is not related to any other Director and Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives other than Mr. Bajaj and his relatives are, in any way, concerned or interested in the said resolutions.

The resolution as set out in item no.7 of this Notice is accordingly commended for your approval.

By Order of the Board
For Lohia Securities Limited

Place: Kolkata
Date : 11th November, 2020

Sd/-
Narendra Kumar Rai
Company Secretary

Annexure-A

Additional Information of Directors seeking re-appointment at the 26th Annual General Meeting, as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

The information relating to the Director proposed to be re-appointed at the 26th Annual General Meeting is given hereunder:

Name of the Director	Hari Kishan Lohia	Mahesh Kumar Bajaj	Rajesh Kumar Bajaj
Director Identification Number (DIN)	00081055	00080157	00080664
Age	68 yrs.	61 yrs.	54 yrs
Nationality	Indian	Indian	Indian
Qualification	Bachelor's degree in Commerce from the University of Calcutta	Bachelor's degree in Commerce from the University of Calcutta	Bachelor's degree in Commerce from the University of Calcutta
Date of first appointment on the Board	06/01/1995	18/01/1995	18/01/1995
Relationship with Directors and Key Managerial Personnel	None	None	None
Brief Resume, Experience & Expertise in specific functional area	Mr. Hari Kishan Lohia is one of promoter-director of the Company, having membership of The Calcutta Stock Exchange Ltd. He has more than 38 years of experience in securities market in India. He has rich experience in marketing of securities products.	Mr. Mahesh Kumar Bajaj is one of the promoter-director of the Company. He has more than 34 years of experience in securities market in India. He has rich experience of derivative trades and institutional business.	Mr. Rajesh Kumar Bajaj is one of the promoter-director of the Company. He has more than 25 years of experience in securities market in India. He has rich experience of project implementation and institutional business. He is one of the designated director of the Company for exchange membership.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid.	Basic Salary – ₹85,000 (Rupees Eighty-five thousand) per month (In the scale of ₹85,000/- ₹1,00,000/-) per month Reimbursement for entertainment, travelling and other actual expenses properly incurred for the purpose	Basic Salary – ₹80,000 (Rupees Eighty thousand) per month (In the scale of ₹80,000/- ₹1,00,000/-) per month Reimbursement for entertainment, travelling and other actual expenses properly incurred for the purpose	Basic Salary – ₹ 1,25,000 (Rupees One lakh twenty-five thousand) per month Reimbursement for entertainment, travelling and other actual expenses properly incurred for the purpose of Company's business

	of Company's business shall not be considered as perquisite. Gratuity and Provident Fund as per policy of Company No sitting fees to be paid for attending meetings of the Board of Directors or any committee thereof.	of Company's business shall not be considered as perquisite. Gratuity and Provident Fund as per policy of Company No sitting fees to be paid for attending meetings of the Board of Directors or any committee thereof. Re-appointment of director retires by rotation, pursuant to Section 152 of the Companies Act, 2013. He is entitled to receive remuneration as approved by the Members at the AGM held on 11 th November, 2020.	shall not be considered as perquisite. Gratuity and Provident Fund as per policy of Company No sitting fees to be paid for attending meetings of the Board of Directors or any committee thereof.
Last Drawn Remuneration	During the year 2019-20- ₹10,20,000/-	During the year 2019-20- ₹9,60,000/-	During the year 2019-20- ₹15,00,000/-
Number of Board Meeting attended during the financial year 2019-20	Seven	Seven	Seven
Directorship in other Companies	Public Company- Nil Private Companies-: (1) Lohia Fiscal Market Private Limited, (2) Luminant Commotrade Private Limited, (3) Lohia Stock Broking Private Limited (4) Trade City Commodities Private Limited, (5) Daadi Stock Broking Private Limited (6) Shiv Lalit Consultancy Private Limited. (7) Trade City Securities Private Limited, (8) Trade City Real Estate Private Limited (9) Trade City Barter Private Limited (10) Bagada Vinimay Private Limited, (11) H K L Properties Private Limited (12) Ridhi Sidhi Distributor	Public Companies: Nil Private Companies: (1) Bajaj Portfolio Services Private Limited (2) Madhusudhan Enclave Private Limited, (3) Trade City Commodities Private Limited (4) Trade City Securities Private Limited (5) Trade City Real Estate Private Limited (6) Trade City Barter Private Limited (7) Neat Technicals Private Limited (8) Ridhi Sidhi Distributor Pvt Ltd (9) Shiv Lalit Consultancy Pvt. Ltd. (10) Daadi Stock Broking Private Limited (11) Analysys Software Private Limited	Public Companies: Nil Private Companies: (1) Narayani Publishers & Media Support Private Limited (2) Narayani Infrastructure & Logistics Private Limited, (3) Narayani Commodities Private Limited, (4) Bajaj Realities Private Limited, (5) Daadi Stock Broking Private Limited, (6) Sunita Career Institute Private Limited (7) Shiv Lalit Consultancy Private Limited (8) Mahavidya Dealers Private Ltd. (9) Vaishnavi Agencies Private Limited (10) Daadi Equity & Derivative Private Limited

	Private Limited		
Membership/ Chairmanship of Committee of Boards Other Companies *	None	None	None
Number of equity shares held in the Company as on March 31, 2020	431000 (8.649%)	390400 (7.835%)	460800 (9.247%)

Note: Pursuant to Regulation 26 of the Listing Regulations, only two Committee viz. Audit Committee and Stakeholders Committee have been considered.

E-COMMUNICATION REGISTRATION FORM

(Only for members holding shares in physical form)

To,
Niche Technologies Private Limited
UNIT: Lohia Securities Limited
3A, Auckland Place, 7th floor,
Room no. 7A & 7B,
Kolkata - 700 017.
Phone No. 033- 2280 6616/ 17/ 18
Email : nichetechpl@nichetechpl.com

Dear Sir / Madam,

I hereby register / update my email address provided below for receiving all communication from the Company through electronic mode:

Folio No. / DP ID & Client ID : _____

Name of the First Registered Holder: _____

Name of the Joint Holder(s), (if any): _____

Registered Address : _____

Email ID (to be Registered) _____

Signature of the First Registered Holder: _____

Date: _____

Notes:

1. On registration/ updation, all the communications will be sent to the registered e-mail ID.
2. The form is also available on the website of the Company www.centuryply.com under the "Investors" section.
3. Members holding shares in electronic mode are requested to ensure to keep their e-mail ID updated with the Depository Participants with whom they are holding their Demat Account.
4. Members are requested to keep their depository participants / Company's Registrar- Niche Technologies Private Limited informed as and when there is any change in the e-mail ID. Unless, the email ID given hereunder is changed by you by sending another communication in writing, the Company will continue to send all the communication to you on the above mentioned email ID.