RELIABLE VENTURES INDIA LIMITED
Regd. Office: “Reliable House” A-6, Koh-e-fiza, Indore Road, Bhopal-462001
Phone: 07552539592; Fax 07552540442:
CIN: L22354MP1992PLC007295

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the members of the RELIABLE VENTURES INDIA LIMITED will be held on Wednesday, the 30th day of Sept., 2020 at 04:30 PM through Video Conferencing (“VC”) / other Audio Visual Means (“OAVM”) to transact the following ordinary and special business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 the Reports of the Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Rajendra Malpani (DIN 01502271) who retires by rotation and, being eligible, offers himself for re-appointment.

3. To ratify the appointment of Auditors and in this regard to consider and adopt the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions of the Companies Act, 2013 if any, read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification thereto or re-enactment thereof for the time being in force) and pursuant to the resolution passed by the members at the Annual General Meeting (AGM) held on September 30, 2015, the appointment of M/s. Parekh Shah & Lodha, Chartered Accountants (Firm Registration No. 10748W) be and is hereby ratified as the Statutory Auditors of the Company to hold office from the conclusion of the 27th Annual General Meeting (AGM) till the conclusion of the 28th AGM, on such remuneration as may be approved by the Board of Directors of the Company, based on the recommendation of the Audit Committee, in addition to reimbursement of all out of pocket expenses as may be incurred in connection with the audit of the accounts of the Company.”

SPECIAL BUSINESS:

4. To re- appoint Mr. Rajendra Malpani, as a Whole-time Director (holding DIN 01502271) as a Whole-time Director of the Company and to consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Section –II of Schedule V of the Companies Act, 2013 and Article 96 of Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the reappointment of Mr. Rajendra Malpani, as a Whole-time Director of the Company for a period of 3 years with effect from 1st day of October, 2020 to up to 30th September, 2023 as well as payment of salary, sitting fee, and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby considered, approved and sanctioned with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Schedule V of the Companies Act, 2013 or any amendment thereto or any re-enactment thereof as may be agreed to between the Board of Directors of the Company and Mr. Rajendra Malpani ”.
“RESOLVED FURTHER THAT even in the event of absence of or inadequacy of profits in any Financial Year during his tenure as a whole-time Director the aforesaid remuneration shall be paid to Mr. Rajendra Malpani, as minimum remuneration subject to the compliance of provisions of Schedule V of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof as may be in force from time to time.

“RESOLVED FURTHER THAT for the purpose of giving effect to these resolutions, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and thing and execute all such documents and writings as the Board may be required or delegate the powers conferred to it to any committee of Directors as the Board may deem fit or necessary to carry out the needful in its palace.

By order of the Board
For Reliable Ventures India td.

Sd/-
(SIKANDAR HAFIZ KHAN)
CHAIRMAN & MG. DIRECTOR

Bhopal
NOTICE OF ANNUAL GENERAL MEETING 2019-2020

1. Due to Covid-19 global pandemic, the Annual General Meeting (AGM) of the Company shall be conducted as per the guidelines issued by Ministry of Corporate Affairs vide Circulars Nos. 14-2020 dated 08-04-2020, 17/2020 dated 13-04-2020 and 20/2020 dated 05-05-2020. The 27th AGM of the Company shall be held through Video Conferencing (VC) or other audio visual means (VC/OAVM) and hence the members can attend and participate in the AGM through VC/OAVM.

2. Pursuant to the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC and for this purpose the company has opted for voting facility provided by Central Depository Services (India) hereafter referred to as the (CDSL).

3. The notice of the AGM of the company can also be accessed from the website of the Bombay Stock Exchange Ltd. and www.bseindia.com, the website of the company www.noorussabahpalace.com as well as e-voting system during the AGM i.e. www.evotingindia.com.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out the details relating to special business contained under Item No. 4 mentioned in the accompanying Notice, is annexed hereto.

5. The members can join the AGM in the VC/OAVM mode 15 minutes before and after the schedule of 4.30 PM time is scheduled for the meeting by following the procedure mentioned in the Notice. The facility of participation through the aforesaid mode will be made available to at least 1000 members on first come first served basis. However, the promoters, directors, key managerial personnel, Chairperson of the Audit Committee, Nomination and Stakeholder Relationship Committees are allowed to attend the AGM without any restriction on account of first come first served basis.

6. The attendance of members through VC/OAVM will be counted for the purpose of ascertaining the quorum for the meeting under Section 103 of the Companies Act, 2013 and that since the AGM is being held by participation of members through VC/OAVM, the facility for appointment of proxies by the members will not be available.

7. The Register of Members and the Share Transfer Books of the Company will remain closed from 24th day of Sept 2020 to 30th day of Sept., 2020 (both days inclusive)

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

(i) The voting period begins on 27th day of Sept., 2020 at 9.30 AM and ends on 29th day of Sept. 2020 at 5.00 PM. During this period the members holding shares either in physical for dematerialized form as on the cutoff date (record date) 23rd Sept., 2020 may cast their vote electronically. The E-voting module shall be disabled by the CDSL for voting thereafter.

(ii) Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
(iii) The Members should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iv) Click on “Shareholders” module.

(v) Now enter your User ID a. For CDSL: 16 digit 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/RASIEST e-service, you can log-in at [https://www.cdslindia.com](https://www.cdslindia.com) from Login –Myeasi using your login credentials. Once you successfully long-in to CDSL’s EASI/ EASIEST e-service, 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:

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<tr>
<th>For shareholders holding shares in Demat Form and Physical Form</th>
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<tr>
<td><strong>PAN</strong></td>
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<td><strong>Dividend Bank Details OR Date of Birth (DOB)</strong></td>
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(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 news password filed. 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 the 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 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 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 provide 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) by email to Company/RTA email id.

2. **For Demat shareholders:** Please provide demat account details (CDSL- Digit beneficiary ID or NSDL- digit DPID) 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 AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at [https://www.evotingindia.com](https://www.evotingindia.com) under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholders/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 of 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 at least 10 days prior to meeting mentioning their name, demat account number/ folio number, email Id, mobile number at (company email Id) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance by 10 days prior to the meeting mentioning the aforesaid details at the company email ID. These queries will be replied 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 date of AGM through VC/OAVM is the same as mentioned in the instructions mentioned above for 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 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

**NOTE FOR NON–INDIVIDUAL SHAREHOLDERS AND CUSTODIANS.**

- Non-individual shareholders (i.e. other than individuals, HUF, NRI etc.) and Custodians are required to log in to www.evotingindia.com and register themselves in the “Corporate” 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.
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- 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 relevant Board Resolution / Authority Letter etc. together with attested specimen signatures of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address ndassociates2128@gmail.com / ndassociates@rediffmail.com if any have voted from individual tab & not upload 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 of write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (02223058738) 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.

By order of the Board
For Reliable Ventures India Ltd.

Sd/-
(SIKANDAR HAFIZ KHAN)
CHAIRMAN & MG. DIRECTOR