

## **NOTICE**

**NOTICE IS** HEREBY GIVEN THAT THE 29<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF **CITYGOLD CREDIT CAPITAL LIMITED** WILL BE HELD ON FRIDAY 30<sup>TH</sup> DAY OF SEPTEMBER, 2022 AT 02.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT ROOM NO. 555, 5<sup>TH</sup> FLOOR, LSE BUILDING, FEROZE GANDHI MARKET, LUDHIANA (PB) - 141001, TO TRANSACT THE FOLLOWING BUSINESS:

### **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March 2022 along with the Reports of Auditors and Director thereon and in this regard, pass the following resolution as an Ordinary Resolution:**

**“RESOLVED THAT** the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2022 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To appoint Sh. Sahil Puri (DIN: 06804517), who retires by rotation and being eligible, offers 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, Sh. Sahil Puri (DIN: 06804517), 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.”

- 3. To appoint Statutory Auditors of the Company and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:-**

**“RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s Parshotam & Associates, Chartered Accountants, Ludhiana, be and are hereby appointed as the Statutory Auditors of the company in place of retiring statutory auditors, for the period of five (5) consecutive years starting from the conclusion of this 29<sup>th</sup> Annual General Meeting till the conclusion of 34<sup>th</sup> Annual General Meeting of the Company at such remuneration as may be finalized by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

## **SPECIAL BUSINESS**

4. **To appoint Sh. Gurjit Singh (DIN 09659351) as an Independent Director of the Company, not to liable to retire by rotation and in this regard 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 152 and any other applicable provisions, of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Sh. Gurjit Singh (DIN: 09659351) who was originally appointed as an Additional Director of the Company by the Board of Directors with effect from 12.07.2022 and whose term of office will be expired at this Annual General Meeting 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 a Director of the Company.”

**“RESOLVED THAT** pursuant to provisions of section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members of the company be and are accorded to appoint Sh. Gurjit Singh (DIN 09659351), as an Independent Director of the Company, for the period of 5 consecutive years from the conclusion of this 29<sup>th</sup> Annual General Meeting till the conclusion of 34<sup>th</sup> Annual General Meeting of the Company, not to liable to retire by rotation.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

**By Order of the Board  
For CITYGOLD CREDIT CAPITAL LIMITED**

Sd/-  
(Jasbir Kaur)  
Director  
DIN: 02451753  
#1298/15, Pakhowal Road,  
Shahid Karnail Singh Nagar,  
Phase-2, Ludhiana(PB)-141013

Place:- Ludhiana  
Date:- 30.08.2022

Sd/-  
(Sahil Puri)  
Managing Director  
DIN: 06804517  
# 58-B, Sargodha Colony,  
Pakhowal Road, Model Town,  
Ludhiana (PB)-141002.

**NOTES:**

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, with respect to the Special Business to be transacted at the 29<sup>th</sup> Annual General Meeting (the 'Meeting/AGM') is annexed hereto.
2. Pursuant to SS-2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the Meeting venue showing the prominent landmarks is given annexed in this Notice/Annual Report.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (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 SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 (ten) percent of the total share capital of the company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a duly certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. Members are requested to bring their copies of Annual Reports along with them, as copies of the report will not be distributed at the meeting.
7. Members, attending the meeting in person are requested to bring their attendance slip to the Meeting.
8. 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.
9. To support the 'Green Initiative', Members holding Shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant ('DP').

10. In compliance with the General Circulars issued by Ministry of Corporate Affairs (“MCA Circulars”) and Circulars issued by SEBI (“SEBI Circulars”), Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company’s website of the company and stock exchanges. Further Notice of the AGM shall also be available at the website of e-voting agency CDSL at [www.evoting.india.com](http://www.evoting.india.com)
11. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

Further, in accordance with SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20.04.2018, all Members holding shares in physical form are requested to register their PAN and bank account details by submitting their self attested copy PAN Card (including that of the joint holders also) and an original cancelled cheque or submit copy of bank passbook /statement of the holder attested by the bank to the Registrar and Share Transfer Agent (RTA) of the Company.

12. As per regulation 40 of the SEBI (LODR) Regulations 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.

As per amendment in SEBI (LODR) Regulations by notification dated 08.06.2018 read with notification no. No. SEBI/LAD-NRO /GN/ 2018/49 dated 30.06.2018, Members of the company, who hold securities in physical form and intend to transfer their securities after 1st April 2019, can do so only in dematerialized form. Therefore, Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares for ease of portfolio management as well as for ease of transfer, if required. In view of the same, the members are requested to dematerialize their shares. Members can contact the Company or RTA for assistance in this regard.

13. As per the provisions of Section 72 of the Act, the facility of making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Member desires to opt out or cancel the earlier nomination and

record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website. Members are requested to submit the said details to their respective DP in case the shares are held by them in electronic form and to the Company / RTA, in case the shares are held in physical form.

14. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:-
  - a. For shares held in electronic form: to their Depository Participants (DPs);
  - b. For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 03.11.2021.

Folios wherein any one of the cited document / details are not available on or after April 1, 2023, shall be frozen by the Registrars and Transfer Agent of the Company (RTA). The Shareholders are hereby requested to kindly furnish their PAN, Address with PIN, email address, mobile number, bank account details and nomination by holders of physical securities. The forms are duly available on the official website of RTA of the Company.

15. Pursuant to the provisions of Section 91 of the Act read with Rule 10 of the Companies (Management and Administration) Rules, 2014, The register of members and the share transfer book of the company will remain closed from 24.09.2022 to 30.09.2022 (both days inclusive).
16. **COVID note and Precautions while holding AGM:** - All the members who wish to attend the AGM are requested to wear mask throughout the continuance of the meeting. Temperature of all the attendees shall be checked at the entrance of the venue of the meeting and anyone found having fever shall not be allowed to attend. Any shareholder having symptom of infection of COVID19 are requested not to attend the meeting.
17. Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 15 days before the date of meeting.
18. CS Bhupesh Gupta of M/s B. K. Gupta & Associates Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and

transparent manner (including the ballot forms received from members who do not have access to the e voting process). The scrutinizer shall upon the conclusion of General Meeting, unblock the votes in presence of at least two witnesses not in employment of the Company and make a report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

19. The Results of the resolutions passed at the AGM of the Company will be declared within 48 working hours of the conclusion of AGM. The Results declared along with the Scrutinizer's report shall be placed on Company's website of CDSL and will be communicated to the stock exchanges.
20. **Voting through Electronic Means:** Pursuant to the Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management And Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility of remote e- voting (e-voting from a venue other than place of Annual General Meeting) to the Members to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

**The instructions for shareholders voting electronically are asunder:-**

- A. The voting period begins on 27.09.2022 at 09.00 a.m. and ends on 29.09.2022 at 05.00 p.m. 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) 23.09.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- B. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- C. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- D. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below :-

<b>Type of Shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p>

	<p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be</p>



	redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-22-55-33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

E. Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on "Shareholders" module.
3. Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits ClientID,

- Shareholder holding shares in Physical Form should enter Folio Number registered with the Company.
- 4. Next enter the Image Verification as displayed and Click on Login.
- 5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- 6. If you are a first time user follow the steps given below:-

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• 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.</li> </ul>
Dividend Bank Details <b>OR</b> 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"> <li>• 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 (3).</li> </ul>

- F. After entering these details appropriately, click on “SUBMIT” tab.
- G. 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.
- H. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- I. Click on the EVSN for the <CITYGOLD CREDIT CAPITAL LIMITED> on which you choose to vote.

- J. 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.
- K. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- L. 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.
- M. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- N. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- O. 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.
- P. **Facility for Non – Individual Shareholders and Custodians – For Remote E-Voting Only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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](mailto: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; [cgcl1993@gmail.com](mailto:cgcl1993@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

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 update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. 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](mailto:helpdesk.evoting@cdslindia.com) or call on toll free no. 1800 22 55 33.

**By Order of the Board  
For CITYGOLD CREDIT CAPITAL LIMITED**

	Sd/- (Jasbir Kaur) Director DIN: 02451753 #1298/15, Pakhowal Road, Shahid Karnail Singh Nagar, Phase-2, Ludhiana(PB)-141013	Sd/- (Sahil Puri) Managing Director DIN: 06804517 # 58-B, Sargodha Colony, Pakhowal Road, Model Town, Ludhiana (PB)-141002.
Place:- Ludhiana Date:- 30.08.2022		

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

### **ITEM NO. 3**

In terms of Section 139 and 142 of the Companies Act, 2013 M/s Namita Singla & Co., Chartered Accountants, Ludhiana were appointed as Statutory Auditors of the Company by the members at their 24<sup>th</sup> AGM held on 28.09.2017 for the period of five consecutive years. Terms of office of Statutory Auditors will be upto the conclusion of 29<sup>th</sup> AGM.

It is proposed by the Board to appoint M/s Parshotam & Associates, Chartered Accountants, and Ludhiana as Statutory Auditors of the Company in place of retiring Statutory Auditors M/s Namita Singla & Co., for the period of 5 consecutive years starting from the conclusion of ensuing 29<sup>th</sup> AGM Meeting till the conclusion of 34<sup>th</sup> AGM of the Company.

In terms of provision of Section 139 of Companies Act, 2013, Statutory Auditors can be appointed for the tenure of five consecutive financial years. In this regard, Board has received consent letter from M/s Parshotam & Associates, Chartered Accountants, Ludhiana regarding their eligibility criteria as required under Section 139 of Companies Act, 2013, and expresses their willingness for the appointment as Statutory Auditors of the Company.

Therefore, Board of Directors recommend to the Members of the Company as mentioned in resolution no. 3 of the notice of ensuing AGM to appoint M/s Parshotam & Associates, Chartered Accountants, Ludhiana as Statutory Auditors of the Company for the five consecutive financial years as per the provisions of Section 139 of Companies Act, 2013 to conduct the Statutory Audit from 2022-23 to 2026-2027 at a fee upto Rs. 50,000 P.A. plus other applicable taxes and charges incurred by the Auditors related to the audit.

### **ITEM NO.4**

The Board of Directors appointed Sh. Gurjit Singh as an Additional Director of the Company with effect from 12.07.2022. In accordance with the provisions of Section 161(1) of the Companies Act, 2013, and the rules framed thereunder, Sh. Gurjit Singh would cease to hold office at the ensuing Annual General Meeting; however he shall be eligible for appointment as Director. Further, a notice under Section 160 of the Companies Act, 2013 has been received from a Member signifying his intention to propose the appointment of Sh. Gurjit Singh as a Director.

Based on the recommendation of Nomination and Remuneration Committee, it is proposed by the Board to appoint Sh. Gurjit Singh as an Independent Director of the Company not liable to retire by rotation, for a term of 5 (five) consecutive years on the Board of the Company. Sh. Gurjit Singh currently working in the field of Mutual Funds having good vast experience and good knowledge related to the Financial Sector.

Sh. Gurjit Singh is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given his consent to act as a director.

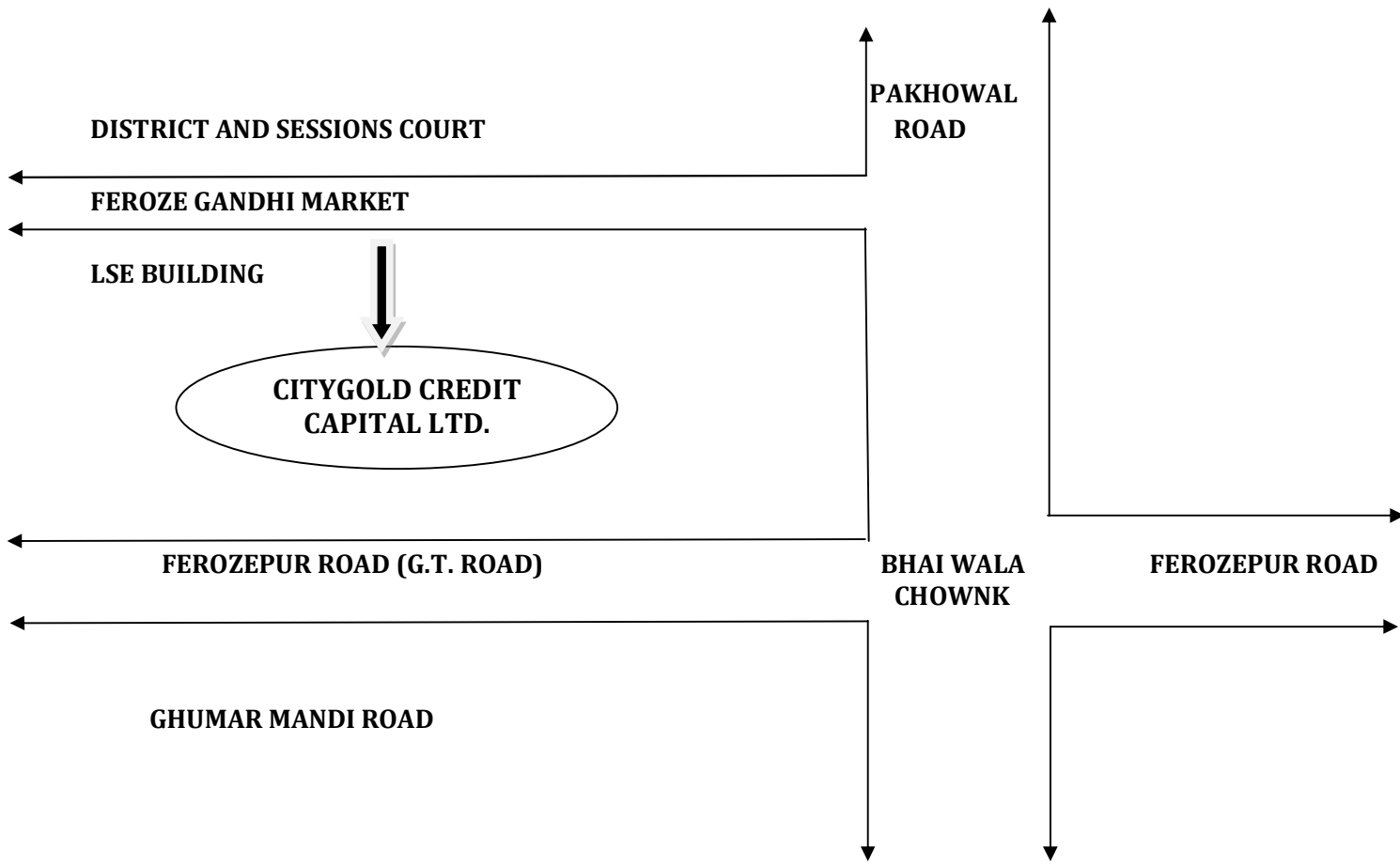
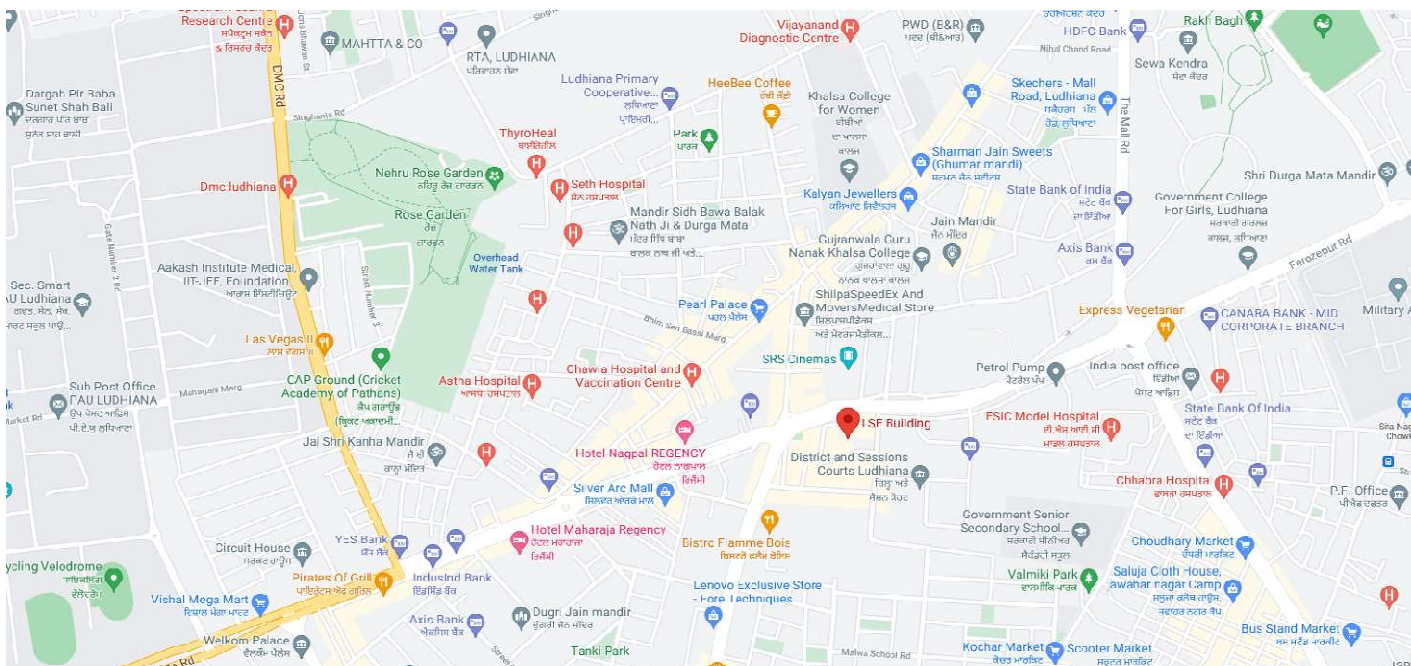
The Board has also received declaration from him that he meets the criteria of Independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Sh. Gurjit Singh himself, is in any way concerned or interested, in the said resolution. The Board recommends the Resolution as set out at Item No. 4 of the Notice for approval by the members for the appointment Sh. Gurjit Singh.

**Information pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the directors seeking appointment/re-appointment at the AGM.**

<b>Name of the Director</b>	<b>Sh. Gurjit Singh</b>	<b>Sh. Sahil Puri</b>
DIN	09659351	06804517
Date of Birth	28/05/1993	20/05/1987
Date of Appointment	12/07/2022	03/02/2014
Qualification	Graduation	Graduation
Expertise in Specific functional Area	He has an experience in Financial Sector and in the field of Mutual Funds.	He has a very rich experience in Equity and Commodity Market.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meet such requirements.	The role & capabilities required for an independent director have been defined in the Nomination and Remuneration Policy of the Company. The Board has also identified the list of skills, expertise, competencies that are fundamental for it to function effectively, the said list is provided in this annual report. The Nomination and Remuneration Committee of the Board has evaluated the profile of Sh. Gurjit Singh and concluded that he possesses the relevant skill and capabilities to discharge the role of Independent Director	N.A.
No. of Shares Held in the Company	Nil	65,000
Directorships held in other listed companies	Nil	Nil
Position held in mandatory committees of other listed companies	Nil	Nil
Relationship between director inter-se	Not related to any director.	Not related to any other director.

# Venue of Annual General Meeting



CITYGOLD CREDIT CAPITAL LIMITED 101

**CITYGOLD CREDIT CAPITAL LIMITED**

Regd. Office: Room No. 555, 5<sup>th</sup> Floor, LSE Building,  
Feroze Gandhi Market, Ludhiana- 141001  
L65921PB1993PLC013595

**ATTENDANCE SLIP**

Member's Folio No. : .....  
Client ID No. ....  
DP ID No. : .....  
Name of the Member.....  
Name of Proxy holder.....  
No of shares held .....

I hereby record my presence at the 29<sup>th</sup> Annual General Meeting of the Company held on Friday, 30<sup>th</sup> day of September, 2022 at 02.00 P.M. at the Registered Office of the Company at Room No. 555, 5<sup>th</sup> Floor, LSE Building, Feroze Gandhi Market, Ludhiana- 141001.

\_\_\_\_\_  
Signature of Member/Proxy

**NOTES:**

**1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the meeting hall.**

**NO GIFTS/COUPONS SHALL BE DISTRIBUTED AT THE MEETING**

----- CUT HERE -----



**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	L65921PB1993PLC013595
Name of Company	Citygold Credit Capital Limited
Registered Office	Room No. 555, 5 <sup>th</sup> Floor, LSE Building, Feroze Gandhi Market, Ludhiana-141001

Name of the Member(s):		
Registered address:		
E-mail Id:	Folio No/ Client Id:	DP ID

I/ We being the member of ....., shares of above mentioned company, hereby appoint

Name		Email ID	
Address		Signature	

Or falling him

Name		Email ID	
Address		Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on Friday 30.09.2022 at Room No. 555, 5<sup>th</sup> Floor, LSE Building, Feroze Gandhi Market, Ludhiana- 141001 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution Nos.**

1. To consider and adopt the audited financial statements of the company for the financial year ended March 31, 2022.
2. To appoint Director in place of Sh. Sahil Puri (DIN 06804517), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s Parshotam & Associates, Chartered Accountants, Ludhiana, as a statutory auditor of the company for a term of 5 consecutive years.
4. To appoint Mr. Gurjit Singh as an Independent Director of the Company for 5 years, not to liable by rotation.

Signed this ..... (Date)  
Signature of Shareholder.....  
Signature of Proxy holder(s).....

Affix Revenue  Stamp
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**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.**