



Pramerica

NOTICE

NOTICE is hereby given that Ninth Annual General Meeting of the members of DHFL Pramerica Trustees Private Limited will be held on Tuesday, August 7, 2018, at 11.00 am at the registered office of the Company at Nirlon House, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai – 400030 to transact the following business:

ORDINARY BUSINESS:

1. To consider and if thought fit to pass with or without modifications, the following resolution as an ordinary resolution.

“RESOLVED THAT the Audited Balance Sheet as at March 31, 2018 and the Profit and Loss account of the Company for the year ended March 31, 2018, together with the Directors’ report and the Auditors’ report thereon as presented to the meeting, be and are hereby approved and adopted.”

2. To appoint Walker Chandiook & Co LLP, Chartered Accountants, having registration No. 001076N/N500013, as Statutory Auditors of the Company in place of M/s. Price Waterhouse, Chartered Accountants having registration No. 301112E from the conclusion of Ninth Annual General Meeting until conclusion of Fourteenth Annual General Meeting of the Company and to fix their remuneration and to pass with or without modification(s), the following resolution as an Ordinary resolution.

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), and pursuant to the recommendations of the Board of Directors and Audit Committee of the Company, M/s. Walker Chandiook & Co LLP, Chartered Accountants vide registration No. 001076N/N500013, be and are hereby appointed as Statutory Auditors of the Company in place of M/s. Price Waterhouse, Chartered Accountants, having registration No. 301112E.

RESOLVED FURTHER THAT M/s. Walker Chandiook & Co LLP, Chartered Accountants, Mumbai, be and are hereby appointed as Statutory Auditors of the Company for a term of five years commencing from the conclusion of Ninth Annual General Meeting till the conclusion of the Fourteenth Annual General Meeting at a remuneration as may be mutually agreed to, between the Board of Directors and Walker Chandiook & Co LLP, plus applicable taxes, out-of-pocket expenses, travelling and other expenses, in connection with the work of audit to be carried out by them.”

RESOLVED FURTHER THAT any of the Board of Directors, be and is, hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

By order of the Board of Directors of
DHFL Pramerica Trustees Private Limited



DIRECTOR
SRINATH SRIDHARAN
DIN: 3359570

Place: Mumbai
Date: July 27, 2018

Registered Office:
Nirlon House, 2nd Floor,
Dr. Annie Besant Road,
Worli, Mumbai – 400030

DHFL Pramerica Trustees Pvt. Ltd. (erstwhile Pramerica Trustees Pvt. Ltd.)

2nd Floor, Nirlon House, Dr. A.B. Road, Worli, Mumbai - 400030 | Tel: +91-22-6159 3000 | Fax: +91-22-6159 3100 | www.dhflpramericamf.com
Corporate Identity No. U67190MH2009FTC193009 | A joint venture between DHFL and Prudential Financial, Inc. (USA)



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NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 2

M/s. Price Waterhouse, Chartered Accountants, having registration No. 301112E have conveyed their inability to continue their position of Statutory Auditors from the conclusion of the Ninth AGM of the Company.

The Board proposes that M/s. Walker Chandiook & Co LLP, (New Auditor) Chartered Accountants, having Registration No. 001076N/N500013, be appointed as the Statutory Auditors of the Company in place of M/s. Price Waterhouse, Chartered Accountants and to hold office for a term of five years commencing from the conclusion of Ninth Annual General Meeting till the conclusion of the Fourteenth Annual General Meeting on a remuneration plus applicable taxes, out-of-pocket expenses, travelling and other expenses, etc. incurred in connection with the Audit as may be decided by the Board of Directors in consultation with the Auditors.

The Board recommends the Resolution at Item No.2 for approval by the Members.

None of the Directors or their relatives, in any way, are concerned or interested in the Resolution at Item No.2 of the Notice.

**By order of the Board of Directors of
DHFL Pramerica Trustees Private Limited**


DIRECTOR
SRINATH SRIDHARAN
DIN : 3359570



Place: Mumbai
Date: July 27, 2018

Registered Office:
Nirlon House, 2nd Floor,
Dr. Annie Besant Road,
Worli, Mumbai - 400030

DHFL Pramerica Trustees Private Limited
CIN - U67190MH2009FTC193009

ATTENDANCE SLIP

Ninth Annual General Meeting held on Tuesday, August 7, 2018, at 11.00 AM

Regd. Folio No. _____ Client ID/Ben. A/C _____ No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the Ninth Annual General Meeting of the Company on Tuesday, August 7, 2018, at 11.00 AM at Nirlon House, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai – 400030.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

DHFL Pramerica Trustees Private Limited
CIN - U67190MH2009FTC193009

NINTH ANNUAL GENERAL MEETING
Tuesday, August 7, 2018, at 11.00 am

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member:

Registered Address:

Email ID:

Folio No. / Client ID:

I/We, being the member(s), holding _____ Shares of the above Company, hereby appoint:

1. Name:
Address:
Email ID:
Signature _____ Failing him / her;

2. Name:
Address:
Email ID:
Signature _____ Failing him / her;

as my / our proxy to attend and vote for me/ us / our behalf at the Ninth Annual General Meeting to be held on Tuesday, August 7, 2018, at 11.00 AM at Nirlon House, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai – 400030 and any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no	Resolution	For	Against
		Optional*	
Ordinary Business:			
1	Adoption of Accounts		
2	To appoint Walker Chandiook & Co LLP, Chartered Accountants, as Statutory Auditors of the Company from the conclusion of Ninth annual general meeting until conclusion of fourteenth annual general meeting of the Company in place of M/s. Price Waterhouse, Chartered Accountants.		

Signed this _____ day of _____ 2018.

Shareholder Signature:

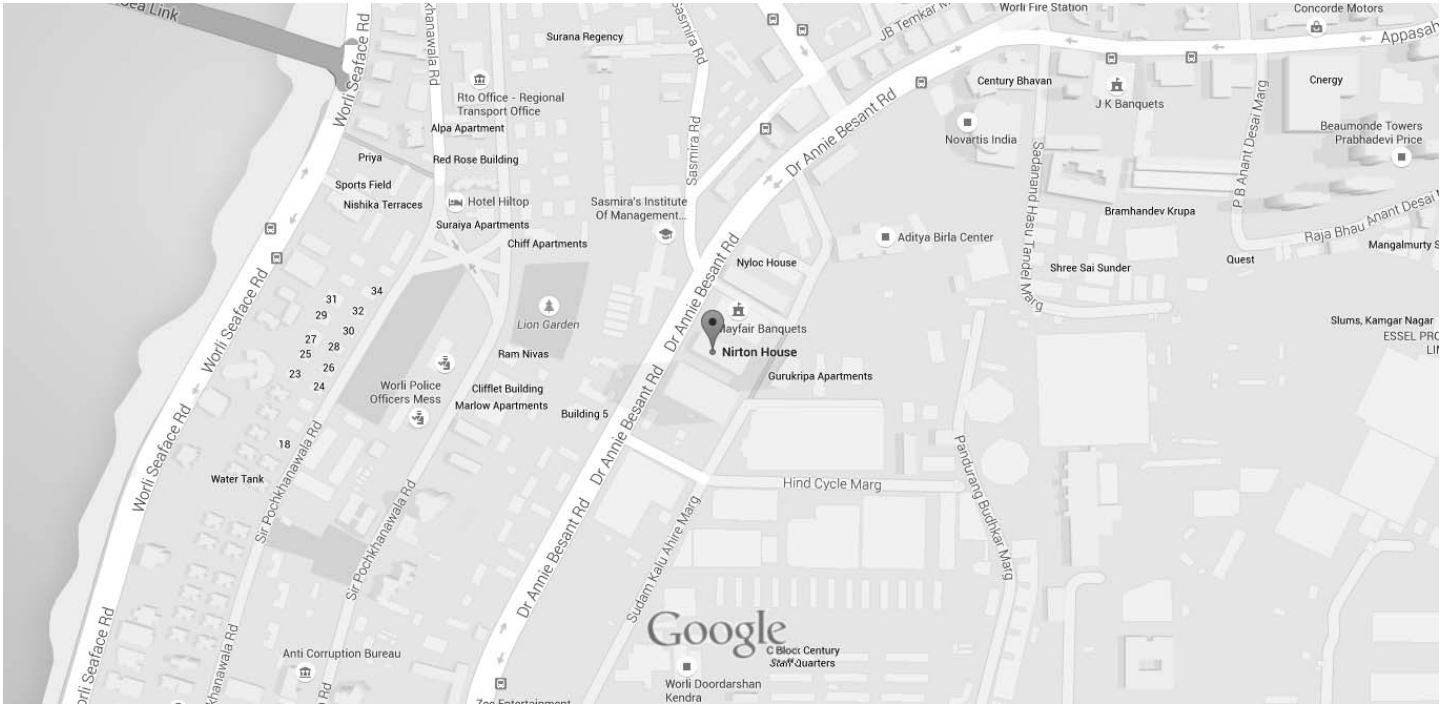
Signature of the Proxy holder:

Notes:

1. Proxies in order to be effective, must be received at the registered office of the company not less than 48 hours before the time fixed for commencement of the meeting.
2. * It is optional to put "X" in the appropriate column against indicated in the Box. If you leave the column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Please complete the form before submission.



Google Nirton House



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