

## ***INTERACTIVE FINANCIAL SERVICES LIMITED***

A-1006, Premium House, Behind Handloom House, Ashram Road, Ahmedabad – 380009., Gujarat, India.

CIN: L65910GJ1994PLC023393, Ph. No. +91-79-2658-1240

[www.ifinservices.com](http://www.ifinservices.com), [info@ifinservices.com](mailto:info@ifinservices.com)

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### **NOTICE**

NOTICE is hereby given that the 01/2020-2021 Extra Ordinary General Meeting (EGM) of the members of **Interactive Financial Service Limited** will be held on Friday, 26<sup>th</sup> March, 2021 at 04:00 P.M. at through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to transact the following business:

#### **SPECIAL BUSINESSES:**

**ITEM NO. 1: To approve appointment of M/s. M.M. Thakkar & CO., Chartered Accountants, (FRN 110905W) as Statutory Auditors of the Company in casual vacancy caused by the resignation of M/s KPND & Co., Chartered Accountants, former Auditor.**

To consider, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution-

**“RESOLVED THAT** pursuant to the provisions of Section 139 (8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force) and upon recommendation of the Audit Committee & Board of Directors, M/s. M.M. Thakkar & Co., Chartered Accountants, Rajkot, having FRN.: 110905W, be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s. KPND & CO., Chartered Accountants, Mumbai, having FRN.: 133861W.

**RESOLVED FURTHER THAT** M.M. Thakkar & Co., Chartered Accountants (ICAI Firm Registration No. 110905W), be and are hereby appointed as Statutory Auditors of the Company from this Extra Ordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of ensuing Annual General Meeting and shall conduct the Statutory Audit for the Financial Year 2020-21 on a remuneration of ` Rs. 50,000 per annum (exclusive of taxes and reimbursement of out of pocket expenses at actuals).”

**For, Interactive Financial Services Limited**

**Date:** 27/02/2021

**Place:** Ahmedabad

**SD/-**

**Mr. Udayan Mandavia**

**Managing Director**

**DIN:00740615**

#### **Notes:**

1. A Statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts relating to the relevant resolutions of this Notice is annexed herewith and the same should be taken as part of this Notice.
2. General instructions for accessing and participating in the 01/2020-2021 EGM through VC/OAVM Facility and voting through electronic means including remote e-Voting.
  - 2.1. In view of the outbreak of the COVID-19 social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular No. 39/2020, 14/2020, 17/2020 and 20/2020 dated 31<sup>st</sup> December, 2020, April 8, 2020, April 13, 2020 and May 5, 2020 respectively, issued by the Ministry of Corporate Affairs

("MCA Circulars") and Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 01/2020-2021 EGM of the company is being conducted through VC/OAVM Facility, voting can be done only by remote e-voting. As the remote e-voting does not require a person to attend the meeting physically, the members are strongly advised to use the remote e-voting procedure by themselves and not through any other person. The deemed venue for the 01/2020-2021 EGM shall be A-1006, Premium House, Behind Handloom House, Ashram Road Ahmedabad - 380009

2.2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM 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. However, in terms of the MCA Circulars, since the physical attendance of members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 01/2020-2021 EGM. Institutional/ Corporate Shareholders (i.e. 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 EGM through VC/OAVM on its behalf and to vote through remote e-voting. (Refer Point No.5.1 below).

2.3. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

2.4. Since the EGM will be held through VC/ OAVM Facility, the Route Map is not annexed in this Notice.

2.5. National Securities Depositories Limited ("NSDL") will be providing facility for voting through remote e-Voting, for participation in the 01/2020-2021 EGM through VC/OAVM Facility and e-Voting during the 01/2020-2021 EGM.

2.6. Members may join the 01/2020-2021 EGM through VC/ OAVM Facility by following the procedure as mentioned below which shall be kept open for the members from 03.45 a.m. IST i.e. 15 minutes before the time scheduled to start the 01/2020-2021 EGM and the company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the 01/2020-2021 EGM.

2.7. The facility of participation at the 01/2020-2021 EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

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

2.9. 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 the Circulars issued by the Ministry of Corporate Affairs dated 31<sup>st</sup> December, 2020, April 08, 2020, April 13, 2020 and May 05, 2020 the company is providing facility of remote e-voting to its members holding shares in physical or dematerialized form, as on the cut-off date, being Friday, March 19<sup>th</sup>, 2021, to exercise their right to vote through electronic means from a place other than the venue of the Meeting on any or all of the businesses specified in the accompanying Notice (the "Remote e-voting").

3. The instructions and other information relating to e-voting are as under:

3.1. The remote e-voting period begins on Tuesday, March 23, 2021 at 10:00 A.M. and ends on Thursday, March 25, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

3.2. A person who is not a member as on the cutoff date should treat this Notice of 01/2020-2021 EGM for information purpose only.

4. The remote e-Voting process is explained herein below:

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**A. Details on Step 1 is mentioned below:**

**How to Log-in to NSDL e-Voting website?**

A.1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile and on home page click on the icon "Login" which is available under 'Shareholders' section.

A.2. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

A.3. Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

A.4. Your User ID details are as given below:

Manner of holding  
Shares

Your User ID is:

a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

A.5. Your password details are given below:

If you are already registered for e-Voting	Use your existing password to login and cast your vote.
If you are using NSDL e-Voting system for the first time,	Retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

A.6. How to retrieve your 'initial password'?

- a. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- b. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

A.7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a. Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b. Physical User Reset Password" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- i. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- ii. Now, you will have to click on "Login" button.
- iii. After you click on the "Login" button, Home page of e-Voting will open.

**B. Details on Step 2 is given below:**

### **How to cast your vote electronically on NSDL e-Voting system?**

B.1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

B.2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

B.3. Select "EVEN" of company for which you wish to cast your vote.

B.4. Now you are ready for e-Voting as the Voting page opens.

B.5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

B.6. Upon confirmation, the message "Vote cast successfully" will be displayed.

B.7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

B.8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **5. General Guidelines for shareholders:**

5.1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [Kajal@kasassociates.in](mailto:Kajal@kasassociates.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and [compliance@ifinservices.com](mailto:compliance@ifinservices.com)

5.2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

5.3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **6. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

6.1. In case shares are held in physical mode please provide 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 [compliance@ifinservices.com](mailto:compliance@ifinservices.com)

6.2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), 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 [compliance@ifinservices.com](mailto:compliance@ifinservices.com)

#### **7. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/ OAVM ARE AS UNDER:**

7.1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.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 EVEN of company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

7.2. Members are encouraged to join the Meeting through Laptops for better experience.

7.3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

7.4. 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.

## 8. THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:

- 8.1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
- 8.2. Only those Members/ shareholders, who will be present in the EGM 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 in the EGM.
- 8.3. Members who have casted their vote through Remote e-Voting will be eligible to participate at the EGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.
- 8.4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.
9. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled, to Satellite Corporate Services Private Limited, Registrar and Transfer Agent ('R&T') of the company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
10. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to [compliance@ifinservices.com](mailto:compliance@ifinservices.com) with subject line 'Inspection of EGM Documents'. The relevant documents will also be available for inspection by the members electronically during the EGM on the website of the service provider <https://evoting.nsdl.com/>. Shareholder would be able to view documents under the EVEN of the Company after entering their login credentials. This notice will also be available on the company's website [www.lfinservices.com](http://www.lfinservices.com) for download.
11. The Members, desiring any information relating to the accounts, are requested to write to the company at an early date, so as to enable the management to keep the information ready.
12. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 31<sup>st</sup> December, 2020, May 12, 2020, Notice of the EGM along with the Explanatory Statement 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 Explanatory Statement will also be available on the Company's website [www.lfinservices.com](http://www.lfinservices.com), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the website of Service Provider, <https://evoting.nsdl.com/>
13. In support of the Green Initiative, the Company hereby requests Members who have not updated their email IDs to update the same with their respective Depository Participant(s) or with, R&T of the Company for receiving communications from Company electronically. Further, Members holding shares in electronic mode are requested to direct change of address notifications and updates of savings bank account details to their respective Depository Participant(s). Members holding shares in physical mode are also requested to update their email addresses by writing to the R &T of the Company quoting their folio number(s).
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in physical form can submit their PAN and / or AADHAAR to the Company/RTA.
15. The Members who have exercised their right to vote through Remote e-voting may attend the EGM but shall not vote at the EGM. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date being Friday, March 19, 2021.
16. Your Company is pleased to provide the facility of live webcast of proceedings of EGM. Members who are entitled to participate in the EGM can view the proceeding of EGM by logging on the e-voting website of NSDL at <https://evoting.nsdl.com/> using their secure login credentials. Members are encouraged to use this facility of webcast.
17. The Board of Directors has appointed Mrs. Kajal Shukla, Proprietor of M/s K.A. Shukla & Associates, Company Secretaries as a Scrutinizer to scrutinize the voting process in a fair and transparent manner.
18. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
19. The Results on above resolutions shall be declared not later than 48 hours from the conclusion of the EGM of the Company and the resolutions will be deemed to be passed on the EGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
20. The Results of voting declared along with Scrutinizer's Report(s) will be displayed on the website of the Company ([www.lfinservices.com](http://www.lfinservices.com)) and on Service Provider's website (<https://evoting.nsdl.com>) and the same shall also be simultaneously communicated to the BSE Limited. The result of the e-voting will also be displayed at the Registered Office of the Company.
21. Members are requested to notify immediately changes in their respective address, if any, to the Company's Registered Office quoting their Folio No.

## Explanatory Statement

Pursuant to Section 102 of the Act and Regulation 36 of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015

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M/s KPND & CO., Chartered Accountants were appointed as Statutory Auditors of the Company at the 22nd AGM held on July 27, 2017 to hold office up to 28th AGM. However, they have resigned on January 1, 2021 stating that “they could not continue as a statutory Auditor of the company due to preoccupation and Lack of resources due to Covid 19 pandemic.”

The Board thus appointed o recommendation of Audit Committee of the Company M/s. M. M. Thakkar & Co., Chartered Accountants (ICAI Firm Registration No. 110905W) as Statutory Auditors of your Company, a Rajkot based firm which is professionally managed and privately owned firm established under the Chartered Accountants Act, 1949 with a vision of providing excellent Auditing & Assurance, Direct Tax Consultancy and Legal Representations. The Services offered by the firm includes but not limited to Appellate Representation, Auditing & Assurance, Company Law Advisory and Taxation Advisory with effective from January 21, 2021 in the casual vacancy caused by the said resignation till the conclusion of the forthcoming AGM subject to approval of the members in the Extra Ordinary General Meeting.

M/s. M. M. Thakkar & Co. have consented to act as statutory auditors of the Company for the Financial Year 2020-21 i.e. up to the 27<sup>th</sup> AGM of the Company and given a certificate in accordance with Section 139, 141 and other applicable provisions of the Act to the effect that their appointment, if made, shall be in accordance with the conditions prescribed and that they are eligible to hold office as Statutory Auditors of the Company.

The proposed fee for the said appointment will be ` Rs. 50,000 per annum (exclusive of taxes and reimbursement of out of pocket expenses at actuals) which is in line with the industry standards and is not materially different from the fee paid to the erstwhile auditors.

The Audit Committee has taken into account the experience and expertise of the auditors and recommended them to the Board for appointment. The Board has accordingly appointed them in the casual vacancy caused by KPND & CO. and recommending to the shareholders for their appointment.

**For, Interactive Financial Services Limited**

**Date: 27/02/2021**

**Place: Ahmedabad**

**SD/-**

**Mr. Udayan Mandavia  
Managing Director  
DIN:00740615**