

NIKKI GLOBAL FINANCE LIMITED

Registered Office: I-9, LGF, Lajpat Nagar -1, New Delhi -110024, CIN: L65999DL1986PLC024493
Telefax: +91-11-64000323 Web.: www.nikkiglobal.com E-mail: info@nikkiglobal.com investors@nikkiglobal.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra Ordinary General Meeting of the members of **Nikki Global Finance Limited** (CIN: L65999DL1986PLC024493) will be held on Friday, 20th day of January, 2017 at 11.00 a.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi - 110071 to transact the following business:

SPECIAL BUSINESS:

Appointment of Statutory Auditors to fill casual vacancy

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

“RESOLVED THAT pursuant to the provisions of Section 139 (8) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force, M/s Rajani Mukesh & Associates, Chartered Accountants, Kanpur (ICAI Firm Registration No.: 004072C) be and are hereby approved and appointed as Statutory Auditors of the Company to fill the casual vacancy caused by resignation of M/s J Agarwal & Associates, Chartered Accountants, Kanpur and the Auditor, M/s Rajani Mukesh & Associates, shall hold the office from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting of the Company on such remuneration as may be fixed by Board of Directors of the Company in consultation with the Auditors.:

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and deeds as may deem necessary to give effect to the above resolution.”

By order of the Board of
Nikki Global Finance Limited

Sd/-

(Ashesh Agarwal)
Managing Director
DIN: 02319026
Address: 98, Ratan Lal Nagar, Kanpur – 208022

Date: 23.12.2016
Place: New Delhi

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Notes:

1. An explanatory statement pursuant to Section 102 of the Companies Act 2013 is annexed thereto and form part of the notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF/THEMSELVES AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN 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 PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.
3. To receive shareholders' communications through electronic means, including annual reports and notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with Registrar and Transfer Agent of the Company, viz. Skyline Financial Services Private Limited, at D-153, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi -110020, Ph. No. 011-26812682-83/64732681-88, E-mail: admin@skylinerta.com.
4. Corporate members are requested to send in advance, duly certified copy of the Board Resolution/Power of Attorney authorising their representative to attend the EXTRA ORDINARY GENERAL MEETING.

Voting through electronic means

In terms of the provisions of section 108 of the Companies Act, 2013 (the Act) read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation, 44(1) of SEBI (LODR) Regulations, 2015, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on **13th January, 2017** (End of Day), being the Cut-off date for the purpose of Rule 20 (4) (vii) of the Rules fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by the Central Depository Services (India) Limited (CDSL).

The instructions for remote E-Voting are as under:

1. The Company has provided 'e-voting' facility through Central Depository Services (India) Limited (CDSL) as an alternative, for all members of Company to enable them to cast their votes electronically, on the resolutions mentioned in the notice of Extra Ordinary General Meeting of the Company, dated 23rd December, 2016 (the EGM Notice). The facility for voting, either through electronic voting system or through ballot /polling paper shall also be

made available at the venue of the EGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the EGM.

2. The Company has appointed Ms. Neha Jain, Practicing Company Secretary, Kanpur (Membership No. 8123; CP No. 10628) as the Scrutinizer for electronic voting process i.e. remote E-voting and voting at Extra-ordinary General Meeting through Ballot/Poll Paper, in a fair and transparent manner. E-voting is optional. In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed 13th January, 2017 as the 'Cut-off Date'. The remote e-voting / voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off date i.e. 13th January, 2017 only.

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on 17th January, 2017 (09.00 a.m. to 05:00 p.m) and ends on 19th January, 2017 (09.00 a.m. to 05:00 p.m). During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 13th January, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website **www.evotingindia.com**.
- (iii) Click on Shareholders.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
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"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with

	sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	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. <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 (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN of Nikki Global Finance Limited on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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.

(xx) In case you have any queries or issues regarding e-voting, 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.

Contact Details:

Company : Mr. Ashesh Agarwal, Managing Director,
Nikki Global Finance Limited
Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi - 110024
CIN: [L65999DL1986PLC024493](https://www.mca21.com/cin/L65999DL1986PLC024493)

Telefax: 011-64000323,
E-mail ID: investors@nikkiglobal.com,
Website: www.nikkiglobal.com

Registrar and Transfer Agent : Skyline Financial Services Private Limited
D-153, 1st Floor, Okhla Industrial Area, Phase-1,
New Delhi – 110020,
Tel: +91-11-64732681 to 88 Fax : +91-11-26812682
E-mail: admin@skylinerta.com

Remote e-voting Agency : Central Depository Services (India) Limited
E-mail ID: helpdesk.evoting@cdslindia.com
Phone Nos.: 022- 22723333/ 8588

Scrutinizer : Ms. Neha Jain
Practising Company Secretary
E-mail ID: nehajain115@gmail.com,
Phone No.: 0512-2332397

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Explanatory statement pursuant to section 102 of the companies act, 2013

Item No. 1:

M/s J Agarwal & Associates, Chartered Accountants, Kanpur, have tendered their resignation from the office of Statutory Auditors of the Company effective from 14th October, 2016, resulting into a casual vacancy in the office of Statutory Auditors of the Company. The Board of Directors of the Company at their meeting held on 25th day of October, 2016, appointed M/s Rajani Mukesh & Associates, Chartered Accountants, Kanpur to fill casual vacancy caused by resignation of M/s J Agarwal & Associates, Chartered Accountants, Kanpur subject to approval by the members within 3 months as provided in Section 139(8) of the Companies Act, 2013.

The Audit Committee and the Board of Directors at their respective meetings held on 5th December, 2016 have recommended appointment of M/s Rajani Mukesh & Associates, Chartered Accountants, Kanpur (ICAI Firm Registration No.: 004072C) as Statutory Auditors of the Company, if appointed in the Extraordinary General Meeting will be holding office of Statutory Auditors from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting of the Company. M/s Rajani Mukesh & Associates, Chartered Accountants, Kanpur, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with confirmation that, their appointment, if approved by the shareholders, would be within the limits prescribed under the Act and they do not suffer from any disqualifications and are eligible for appointment as Statutory Auditors of the Company. Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons of the Company or their relatives, is in any way, concerned or interested in the said resolution.

By order of the Board of
Nikki Global Finance Limited

Sd/-

(Ashesh Agarwal)
Managing Director
DIN: 02319026
Address: 98, Ratan Lal Nagar, Kanpur – 208022

Date: 23.12.2016
Place: New Delhi

ATTEDANCE SLIP

EXTRA-ORDINARY GENERAL MEETING – JANUARY20, 2017

NIKKI GLOBAL FINANCE LIMITED

Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi -110024

CIN: L65999DL1986PLC024493

DP ID/Client ID/Folio No.

No. of shares held

I certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at Extra-ordinary General Meeting held on Friday, January20, 2017 at 11.00 a.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi - 110071.

Name of the Member -----

Name of the Proxy -----

Signature -----

Note: Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Notice for reference at the meeting.

PROXY FORM

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

EXTRA-ORDINARY GENERAL MEETING – JANUARY 20, 2017

NIKKI GLOBAL FINANCE LIMITED

Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi -110024

CIN: L65999DL1986PLC024493

Name of the member(s) :	
Registered Address :	
E-mail ID :	
Folio No/Client ID :	
DP ID :	

I / We, being the member(s) of the above named Company hold shares, hereby appoint:

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra Ordinary General Meeting of the Company, to be held on Friday, 20th day of January, 2017 at 11.00 a.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi - 110071 and at any adjournment thereof in respect of such resolutions as are indicated below:

Special Business

Resolution No.	Resolution
1	Ordinary Resolution for the appointment of M/s Rajani Mukesh & Associates, Chartered Accountants, Kanpur as Statutory Auditors of the Company to fill the casual vacancy caused by resignation of M/s J Agarwal & Associates, Chartered Accountants, Kanpur, to hold office from conclusion of this Extra Ordinary General Meeting till the conclusion of ensuing Annual General Meeting of the Company.

Signed this day of 2016/2017.

Signature of shareholder:

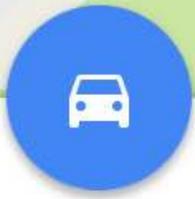
Affix 1 Rupees Revenue Stamp

Signature of Proxy holder(s):

Note: 1. 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.

2. A person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.

☰ **Chattarpur** ✕ 



Chhattarpur