

CONTINENTAL SECURITIES LIMITED

Regd. Office: 301, Metro Plaza, GopalBari, Jaipur-302001
CIN NO: - L67120RJ1990PLC005371



NOTICE

Date: 22.05.2019

To,
The Board of Directors
CONTINENTAL SECURITIES LIMITED
301, METRO PLAZA, PARIVAHAN MARG
GOPALBARI, JAIPUR, RAJASTHAN -302001

TO,
THE MANAGER
BSE LIMITED
PHIROZEE JEEJEEBOY TOWERS
DALAL STREET, FORT - MUMBAI

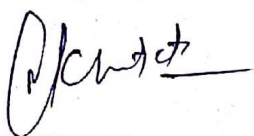
Sub: Intimation of Board Meeting on Thursday 30th May 2019 AT 2.00 P.M

Respected Sir(s),

Notice is hereby given that a Meeting of the Board of Directors of the Company will be held on Thursday 30th May 2019 at Flat no 301, Metro Plaza, Parivahan Marg, Gopalbari, Jaipur Rajasthan -302001 at 02:00 P.M to consider/transact the matters as mentioned in the agenda enclosed herewith for your reference and perusal.

You are therefore kindly requested to make it convenient to attend the meeting.

Thanking You,
For CONTINENTAL SECURITIES LIMITED
CIN NO. - L67120RJ1990PLC005371


RAJESH KHUTETA
DIN- 00167672
Enclosures: Agenda



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AGENDA OF THE MEETING OF THE BOARD OF DIRECTORS OF CONTINENTAL SECURITIES LIMITED TO BE HELD ON THURSDAY 30th MAY 2019 AT 02.00 P.M. AT REGISTERED OFFICE OF THE COMPANY FLAT NO. 301,METRO PLAZA, GOPALBARI, PARIVAHAN MARG , JAIPUR ,RAJASTHAN -302001

ITEM NO.	PARTICULERS	ACTION
<u>1</u>	TO ELECT THE CHAIRMAN, IN CASE EXISTING CHAIRMAN IS NOT PRESENT	<u>APPOINTMENT</u>
<u>2</u>	TO ASCERTAIN OF THE REQUISITE QUORUM	<u>ASCERTAINMENT</u>
<u>3</u>	TO GRANT LEAVE OF ABSENCE, IF ANY	<u>APPROVAL</u>
<u>4</u>	TO CONFIRM THE MINUTES OF PREVIOUS BOARD MEETING	<u>CONFIRMATION/ REVIEW</u>
<u>5</u>	TO CONFIRM THE MINUTES OF PREVIOUS AUDIT COMMITTEE MEETING	<u>CONFIRMATION/ REVIEW</u>
<u>6.</u>	TO CONSIDER PROCEEDINGS OF THE AUDIT COMMITTEE MEETING HELD ON 30 TH MAY, 2019.	<u>CONSIDER</u>
<u>7.</u>	TO TAKE NOTE OF CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31 ST MARCH, 2019.	<u>NOTING</u>
<u>8.</u>	TO TAKE NOTE OF SHAREHOLDING PATTERN AS PER REGULATION 31 FOR THE QUARTER ENDED 31 ST MARCH, 2019.	<u>NOTING</u>
<u>9.</u>	TO TAKE NOTE OF RECONCILIATION OF SHARE CAPITAL AUDIT REPORT AS PER REGULATION 55 A FOR THE QUARTER ENDED 31 ST MARCH, 2019.	<u>NOTING</u>
<u>10.</u>	TO APPROVE THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2019	<u>CONSIDER/ APPROVAL</u>
<u>11.</u>	TO APPROVE THE FINANCIAL RESULTS FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2019	<u>CONSIDER/ APPROVAL</u>
<u>12.</u>	TO TAKE ON RECORD THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2019, ALONG WITH AUDITORS REPORT THEREONAND TO REPLY ON QUALIFICATION OR ADVERSE REMARK, IF ANY.	<u>CONSIDER/ RECORDS</u>
<u>13.</u>	TO TAKE ON RECORD THE AUDITED FINANCIAL RESULTS FOR THE FINANCIAL YEAR ENDED 31 ST MARCH 2019, ALONG WITH AUDITORS REPORT THEREON.	<u>CONSIDER/ RECORDS</u>
<u>14.</u>		

	TO REVIEW AND TAKE ON RECORD THE INTERNAL AUDIT REPORT FOR THE YEAR ENDED AS ON 31 ST MARCH 2019.	<u>CONSIDER/RECORDS</u>
<u>15.</u>	TO REVIEW AND TAKE ON RECORD THE SECRETARIAL AUDIT REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2018-19 AND REPORT ON THE ADVERSE REMARKS /OBSERVATIONS IN THE SECRETARIAL AUDIT REPORT,IF ANY.	<u>CONSIDER/APPROVAL</u>
<u>16.</u>	TO CONSIDER AND APPROVE THE APPOINTMENT AND FIX REMUNERATION OF M/S AJAY KHANDLWAL& ASSOCIATES, CHARTERED ACCOUNTANTS AS INTERNAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2019-20.	<u>CONSIDER/APPROVAL</u>
<u>17.</u>	TO CONSIDER & APPROVE THE APPOINTMENT AND FIX REMUNERATION OF M/S MKGP & ASSOCIATES, COMPANY SECRETARY AS SECRETARIAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2019-20.	<u>CONSIDER/APPROVAL</u>
<u>18.</u>	TO CONSIDER PERFORMANCE EVALUATION OF BOARD AS A WHOLE, COMMITTEES OF THE BOARD AND INDIVIDUAL DIRECTORS	<u>CONSIDER/APPROVAL</u>
<u>19.</u>	TO REVIEW THE FUNCTIONING OF THE VIGIL MECHANISM	<u>NOTING</u>
<u>20.</u>	TO CONSIDER & TAKE NOTE FOR NON-ACCEPTANCE OF PUBLIC DEPOSITS AS PER RBI GUIDELINES AND AFFIRMATION WITH THE FAIR PRACTICES CODE	<u>CONSIDER/RECORDS</u>
<u>21.</u>	TO TAKE NOTE OF THE STATEMENT REGARDING INVESTOR GRIEVANCES AS PER UNDER REGULATION 13(3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS)REGULATIONS, 2015	<u>CONSIDER/RECORDS</u>
<u>22.</u>	TO TAKE NOTE RBI COMPLIANCES UNDERTAKEN BY THG COMPANY DURING THE FINANCIAL YEAR 2018-19	<u>CONSIDER/RECORDS</u>
<u>23.</u>	TO TAKE ON NOTE REGARDING STATUS OF SEXUAL HARASSMENT COMPLAINTS, IF ANY	<u>CONSIDER/RECORDS</u>
<u>24.</u>	ANY OTHER ITEM WITH PERMISSION OF CHAIR	=

ITEM NO.01

TO ELECT CHAIRMAN OF THE MEETING, IN CASE EXISTING CHAIRMAN IS NOT PRESENT

1.	Purpose	To elect Chairman of the meeting, in case existing Chairman is not present.
2.	Background / Summary	As per applicable provisions of the Companies Act, 2013 and the Secretarial Standards-I, the Chairman of the Company shall be the Chairperson of the Board. If the Company does not have a Chairperson, the Directors may elect one of themselves to be the Chairperson of the Board and he shall be responsible to conduct the Meetings of the Board.
3.	Action Required	If the existing Chairman of the Board is not present or he express his unwillingness to be the Chairman of the Board, then Directors present at the meeting are required to appoint the Chairman.

ITEM NO.02

TO ASCERTAIN OF THE REQUISITE QUORUM

1.	Purpose	To ascertain the quorum of the meeting.
2.	Background / Summary	The quorum for a meeting of the Board of Directors of a company shall be one third of its total strength or two directors, whichever is higher.
3.	Action Required	The Chairman is required to ascertain the quorum.

ITEM NO.03
TO GRANT LEAVE OF ABSENCE TO DIRECTORS, IF ANY

1.	Purpose	Information
2.	Background / Summary	The request for leave of absence, if any, received from director shall be placed before the meeting.
3.	Action Required	The Board is requested to grant leave of absence to the Director(s) who is /are unable to attend the meeting and have requested for such leave.

ITEM NO. 04
TO TAKE NOTE OF THE MINUTES OF PREVIOUS MEETING OF THE BOARD OF DIRECTORS

1.	Purpose	Information
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2.	Background Summary /	<p>In terms of provisions of Section 118 of the Companies Act, 2013, every Company shall cause minutes of all proceedings of every meeting of its Board of Directors to be signed by the Chairperson of the said meeting or the Chairperson of the next succeeding meeting.</p> <p>As per Secretarial Standard On Meetings Of The Board Of Directors, within fifteen days of signing of the Minutes, a copy of the said signed Minutes, certified by the Company Secretary or where there is no Company Secretary by any Director authorized by the Board, shall be circulated to all the Directors, as on the date of the Meeting and appointed thereafter, except to those Directors who have waived their right to receive the same either in writing or such waiver is recorded in the Minutes.</p>
3.	Action Required	The Board members are requested to take a note for the same.

ITEM NO.05

TO TAKE NOTE OF THE MINUTES OF PREVIOUS MEETING OF THE AUDIT COMMITTEE

1.	PURPOSE	Information
2.	BACKGROUND/ SUMMARY	The meeting of the Audit Committee of the Company was held on 09 th February, 2019 at Registered Office of the Company. The draft minutes of the same are circulated to the Board for its confirmation. The Board is requested to consider and pass the following resolution:
3.	ACTION	“ Resolved that the minutes of the meeting of Audit Committee Members of the Company held on 09 th February, 2019 as circulated earlier and placed before the Board be and are hereby confirmed and approved.”

ITEM NO.06

TO CONSIDER THE PROCEEDINGS OF THE AUDIT COMMITTEE HELD ON 30TH MAY, 2019

<u>1.</u>	<u>purpose</u>	INFORMATION
<u>2.</u>	<u>Background/ summary</u>	The proceeding of the meeting of Audit Committee duly held on Thursday, 30 th May, 2019 at 11:00 A.M. may considered by the Board.
<u>3.</u>	<u>Action</u>	The Board is requested to consider and pass the following resolution: “ Resolved that the proceeding of the meeting of Audit Committee Members of the Company held on Thursday, 09 th May, 2019 be and are hereby considered.”

ITEM NO. 7

TO TAKE NOTE OF CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31ST MARCH, 2019.

1.	PURPOSE	INFORMATION
2.	BACKGROUND/ SUMMARY	Board may please note that as per Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity shall submit a quarterly Corporate Governance report to stock exchange within 15 days from the end of each quarter. The Corporate Governance report for the quarter ended 31 st March 2019 sent to stock exchange is placed before the board.
3	ACTION	Board took note for the same.

ITEM NO. 8.
TO TAKE NOTE SHAREHOLDING PATTERN AS PER REGULATION 31 FOR THE QUARTER ENDED 31ST MARCH, 2019.

<u>1.</u>	<u>Purpose</u>	<u>Information</u>
<u>2.</u>	<u>Background summary</u>	Board may please note that as per Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity shall submit Shareholding Pattern to stock exchange within 21 days from the end of each quarter. The Shareholding Pattern for the quarter ended 31st March 2019 sent to stock exchange is placed before the board.
<u>3.</u>	Action	The board took note for the same.

ITEM NO. 9
TO TAKE NOTE OF RECONCILIATION OF SHARE CAPITAL AUDIT REPORT AS PER REGULATION 55A FOR THE QUARTER ENDED 31.03.2019

1.	Purpose	Information
2.	Background/ summary	Board may please note that as per Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996, the listed entity is required to submit Reconciliation of Share Capital Audit Report to stock exchange within 30 days from the end of each quarter. The Reconciliation of Share Capital Audit Report for the quarter ended 31 st March 2019 sent to stock exchange is placed before the board.
<u>3.</u>	Action	The Board took note for the same

ITEM NO. 10
TO APPROVE THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

<u>1.</u>	<u>Purpose</u>	To consider and approve the Financial statements for the financial year ended 31 st March, 2019
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2.	Background / Summary	<p>The Financial Statement of the Company for the financial year 2018-19, shall be placed before the Board for their review and approval</p> <p>The Board is requested to consider the qualifications, if any and management's representation thereon.</p>
3.	Action Required	<p>The Board is requested to consider the same and, if thought fit, may pass the following resolution, with or without modification:-</p> <p>“RESOLVED THAT pursuant to the provisions of Section 129, 134 and other applicable provisions, if any, of the Companies Act, 2013 read with rules notified thereunder (including any statutory modification(s) re-enactment(s) thereof for the time being in force), the Financial Statements of the Company for the year ended 31st March, 2019, as placed before the Board and initialed by the chairman for the purpose of identification, be and are hereby approved and that the same be signed on behalf of Board of Directors by Mr. Rajesh Khuteta (DIN-00167672), Managing Director, and Mr. Suresh Kumar Gupta director of the company be submitted to the auditors for their report thereon.</p> <p>RESOLVED FURTHER THAT Mr. Rajesh Khuteta, Managing Director of the company be and are hereby severally authorized to do all such acts & take all such steps as may be necessary, proper & expedient to give effect to this resolution.”</p>

ITEM NO.11

TO APPROVAL OF THE FINANCIAL RESULTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

1	Purpose	Approval of the Financial Results for the financial year ended 31 st March, 2019
2	Background / Summary	The Chairman shall inform that Audit Committee has reviewed and examined the Financial Results of the Company for the financial year ended on 31st March, 2019. The Chairman shall place a copy of Financial Results of the Company for the financial year 31st March, 2019 before the Board for their approval.
3	Action Required	<p>The Board is requested to consider the same and, if thought fit, may pass the following resolution, with or without modification(s).</p> <p>“RESOLVED THAT pursuant to the provisions of Section 129, 134</p>

		<p>and other applicable provisions, if any, of the Companies Act, 2013 read with rules notified thereunder (including any statutory modification(s) re-enactment(s) thereof for the time being in force), the Financial Results of the Company for the year ended 31st March 2019, as placed before the Board and initialed by the chairman for the purpose of identification, be and are hereby approved and that the same be signed on behalf of Board of Directors by Mr. Rajesh Khuteta, (DIN:-00167672), Managing Director, Mr. Suresh Kumar Gupta ,Director of the company and be submitted to the auditors for their report thereon.</p> <p>RESOLVED FURTHER THAT Mr. Rajesh Khuteta , Managing Director of the company be and are hereby severally authorized to do all such acts & take all such steps as may be necessary, proper & expedient to give effect to this resolution.”</p>
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ITEM NO.12

TO TAKE ON RECORD THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31STMARCH, 2019, ALONG WITH AUDITORS REPORT THEREONAND TO REPLY ON QUALIFICATION OR ADVERSE REMARK, IF ANY.

1	Purpose	To take on record the Audited Financial Statements for the financial year ended 31 st March, 2019 along with Auditor’s Report thereon.
2	Background / Summary	<p>The Chairman shall place the signed Financial Statements for the financial year ended on 31st March, 2019, before the Statutory Auditors of the Company.</p> <p>Mr. Abhishek Sharma representing, M/s Gopal Sharma & COMPANY, Chartered Accountants, the Statutory Auditors of the Company shall prepare their audit report on the Financial Statement of the Company for the financial year ended 31st March, 2019.</p>
3	Action Required	<p>The Board is requested to consider the same and, if thought fit, may pass the following resolution, with or without modification(s).</p> <p>“RESOLVED THAT the Audited Financial Statement along with the Statutory Auditor’s Report thereon for the year ended 31st March, 2019 as placed before the Board and duly initialed by the Chairman for the purpose of identification, be and is hereby taken on record.”</p>

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ITEM NO.13

TO TAKE ON RECORD THE AUDITED FINANCIAL RESULTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2019, ALONG WITH AUDITORS REPORT THEREON.

1	Purpose	To take on record the Audited Financial Results for the financial year ended 31 st March, 2019 along with auditor's report thereon.
2	Background / Summary	The Chairman shall place the signed Financial Results for the financial year ended on 31 st March, 2019, before the Statutory Auditors of the Company. Mr. Abhishek Sharma representing, M/s Gopal Sharma & Company, Chartered Accountants, the Statutory Auditors of the Company shall prepare their audit report on the Financial Results of the Company for the financial year ended 31 st March, 2019.
3	Action Required	The Board is requested to consider the same and, if thought fit, may pass the following resolution, with or without modification(s). “ RESOLVED THAT The Audited Financial Results along with the Statutory Auditor's Report thereon for the year ended 31 st March, 2019 as placed before the Board and duly initialed by the Chairman for the purpose of identification, be and is hereby taken on record.”

ITEM NO.14

TO REVIEW AND TAKE ON RECORD THE INTERNAL AUDIT REPORT FOR THE YEAR ENDED AS ON 31ST MARCH 2019.

1.	Purpose	To take on record the Internal Audit Report for quarter ended as on 31 st March, 2019
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2.	Background / Summary	The chairman shall place a report received from M/s Ajay Khandelwal & Associates, Practicing Chartered Accountants, before the Board with recommendation of Audit Committee and will brief about the internal control and internal audit system presently being prevailed in the Company.
3.	Action Required	The Board is requested to consider the same and, if thought fit, may pass the following resolution, with or without modification(s). “ RESOLVED THAT the Internal Audit Report for the year ended March 31, 2019, as placed before the Board be & is hereby taken on records.”

ITEM NO.15

TO REVIEW AND TAKE ON RECORD THE SECRETARIAL AUDIT REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2018-19 AND REPORT ON THE ADVERSE REMARKS /OBSERVATIONS IN THE SECRETARIAL AUDIT REPORT, IF ANY.

1	Purpose	To take on record the Secretarial Audit Report of the Company for the financial year 2018-19 and report on the adverse remarks/observations in the Secretarial Audit Report, if any
2	Background / Summary	The chairman shall inform the board that as per section 204 of the Companies Act 2013, the Secretarial Audit Report and report on the adverse remarks/observations in the Secretarial Audit Report, if any, for the financial year 2018-19 will be placed before the board for their records.
3	Action required	The Board is requested to consider the same and, if thought fit, may pass the following resolution, with or without modification(s). “ RESOLVED THAT as per section 204 of the Companies Act 2013 the secretarial audit report for the year ended March 31, 2019, as placed before the Board be & is hereby taken on records.”

ITEM NO.16