



# LIBORD FINANCE LIMITED

104, M. K. Bhavan, 300, Shahid Bhagat Singh Road, Fort, Mumbai - 400 001.

Tel.: (022) 2265 8108 / 09 / 10 • Fax : (022) 2266 2520

Email : office@libord.com • Website : www.libord.com

CIN No.: L65990MH1994PLC077482

Date: August 25, 2021

To,  
Department of Corporate Services,  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400001

Dear Sir,

**Sub: Addendum to the Notice of the 27<sup>th</sup> Annual General Meeting of Libord Finance Limited scheduled to be held on Tuesday, September 7, 2021 at 11.00 A.M. IST at B-524-526, Chintamani Plaza, Mohan Studio Compound, Andheri Kurla Road, Andheri (East), Mumbai- 400099**

**Ref: Scrip Code No. 511593**

With reference to our earlier letter sent to you on August 12, 2021 attaching therewith the Notice dated August 5, 2021 ("Notice") of the 27<sup>th</sup> Annual General Meeting ("AGM") of the Company, we wish to inform you that subsequent to the issuance of the Notice of the AGM, the Board of Directors of the Company have appointed Mr. Ramanathan Thirupathi as an Additional Director (Independent) of the Company pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 read with Schedule IV and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Section 161 of the Companies Act, 2013, his term expires at this AGM. Accordingly, in order to comply with regulatory requirements, the Company has issued the enclosed addendum to the Notice for additions/modifications, wherever required in the Notice with respect to the special resolution at the Item No. 4 pertaining to appointment of the Mr. Ramanathan Thirupathi as Independent Director under special business. This Addendum shall form an integral part of the Notice dated August 5, 2021 and is being communicated to the shareholders through electronic mode. The said Addendum to the Notice is also available on website of the Company at www.libord.com.

This is for your kind information and records.

Thanking you

Yours Faithfully,

**For Libord Finance Limited**

**Lakhan Dargad**  
**Company Secretary & Compliance Officer**

Encl.: As Above



**LIBORD FINANCE LIMITED**

CIN: L65990MH1994PLC077482

Registered Office: 104, M. K. Bhavan,

300, Shahid Bhagat Singh Road, Fort, Mumbai – 400 001.

Phone No: 022-22658108 / 09 / 10 Fax No: 022-22662520

Email ID: investorrelations@libord.com Website: www.libord.com

**ADDENDUM TO THE NOTICE OF 27<sup>TH</sup> ANNUAL GENERAL MEETING**

Libord Finance Limited (“the Company”) had issued the Notice dated August 5, 2021 (“Notice”) of the 27<sup>th</sup> Annual General Meeting (“AGM”) to be held on Tuesday, September 7, 2021 at 11.00 A.M at B-524-526, Chintamani Plaza, Mohan Studio Compound, Andheri Kurla Road, Andheri (East), Mumbai – 400099 to transact three business items (2 Ordinary Business and 1 Special Business) as specified in the said Notice.

Further to the above, Addendum is hereby given to the Notice that at the said AGM the following Special Business will also be transacted as Special Resolution at Item No.4:

**SPECIAL BUSINESS:**

**4. To appoint Mr. Ramanathan Thirupathi (DIN: 01680773) as an Independent Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended, Mr. Ramanathan Thirupathi (DIN: 01680773), who was appointed as an Additional (Independent) Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company by the Board of Directors and whose term of office expires at this Annual General Meeting (“AGM”) and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) years up to August 23, 2026, not liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the directors be and is hereby authorized to file the necessary forms with the Registrar of Companies, and to do all such acts, deeds, matters and things as may be required to give effect to this resolution.”

Place : Mumbai  
Date : August 24, 2021

By the Order of the Board

Registered Office:  
104, M. K. Bhavan,  
300, Shahid Bhagat Singh Road,  
Fort, Mumbai- 400 001

Dr. (Mrs.) Vandna Dangi  
Managing Director  
DIN: 00886496

Nawal Agrawal  
Chief Financial Officer and Director  
DIN: 01753155

**Notes:**

- All the processes, notes and instructions relating to remote e-voting and poll at the AGM set out and applicable in the Notice for the ensuing 27<sup>th</sup> AGM shall mutis-mutandis apply to the remote e-voting and poll at the AGM for the special resolution added at Item No. 4 in this Addendum to the Notice of AGM.

**ADDENDUM TO THE NOTES (CLAUSE 6 OF THE NOTICE)**

An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted with respect to Item 4 at the Annual General Meeting is annexed below and forms part of the Notice.

**ANNEXURE**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013**

As required by Section 102 (1) of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item no. 4 of the accompanying Notice of the AGM to be held on September 7, 2021.

**ITEM NO. 4:**

Mr. Ramanathan Thirupathi (DIN: 01680773) was appointed as an Additional Director (Independent) upon recommendation of the Nomination and Remuneration Committee by the Board of Directors of the Company with effect from August 24, 2021 in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company and applicable Regulations of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended.

In terms of Section 161 (1) of the Companies Act, 2013, Mr. Ramanathan Thirupathi holds office up to the date of this Annual General Meeting but is eligible for the appointment as a Director in the category of Non-Executive Independent Director for a term of 5 (five) years, not liable to retire by rotation. Mr. Ramanathan Thirupathi has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act.

Mr. Ramanathan Thirupathi aged 67 years, has over 46 years of experience in the field of Banking, Finance and General Management and the Company is looking forward to get immensely benefitted from his foresight and guidance on strategic matters during his tenure as an Independent Director. A brief profile of Mr. Ramanathan Thirupathi is Annexed below and forms part of the Notice.

In the opinion of the Board of Directors, Mr. Ramanathan fulfills the conditions specified for being appointed as an Independent Director of the Company in pursuance to the applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and accordingly recommends the proposed special resolution set out in Item No. 4 of the accompanying notice for approval by the Members.

**Memorandum of Interest:**

Save and except Mr. Ramanathan Thirupathi, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4 of the Notice.

**Annexure A**

As required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief profile of the Directors proposed to be appointed / re-appointed at the 27<sup>th</sup> Annual General Meeting is given below:

<b>Ordinary/Special Business</b>	<b>Item No.4</b>
<b>Name of the Directors</b>	<b>Mr. Ramanathan Thirupathi</b>
<b>DIN</b>	01680773
<b>Age</b>	67 Years
<b>Date of Appointment</b>	24.08.2021
<b>Qualification</b>	B.Com
<b>Experience in specific functional areas</b>	Over 46 years of experience in the field of Banking, Finance and General Management
<b>Directorships in other Companies</b>	Libord Securities Limited (a listed entity) as Non-Executive, Independent Director
<b>Chairman/ Member of the Committees of the Board of Directors of the Company</b>	Nil
<b>Chairman/Member of the Committees of the Board of Directors of the other Companies in which he is a Director</b>	Member of Audit Committee and Nomination and Remuneration Committee of Board of Directors of Libord Securities Limited (a listed entity)
<b>Remuneration</b>	Nil
<b>Number of Board Meetings Attended</b>	Nil
<b>No. of Shares held in the Company</b>	Nil
<b>Inter-se Relationship between Directors and KMPs</b>	Nil
<b>Appointed/Resigned in a listed entity in last three years</b>	Nil

Place : Mumbai  
Date : August 24, 2021

By the Order of the Board

Registered Office:  
104, M. K. Bhavan,  
300, Shahid Bhagat Singh Road,  
Fort, Mumbai- 400 001

Dr. (Mrs.) Vandna Dangi  
Managing Director  
DIN: 00886496

Nawal Agrawal  
Chief Financial Officer and Director  
DIN: 01753155

**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 : L65990MH1994PLC077482  
 Name of the Company : Libord Finance Ltd  
 Registered Office : 104, M. K. Bhavan, 300, Shahid Bhagat Singh Road, Fort, Mumbai – 400001  
 Name of the Member(s) :  
 Registered Address :  
 Email Id :  
 Folio No./Client Id :  
 DP ID : :

I/We being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name : \_\_\_\_\_  
 Address : \_\_\_\_\_  
 Email Id : \_\_\_\_\_  
 Signature : \_\_\_\_\_, or failing him
  
2. Name : \_\_\_\_\_  
 Address : \_\_\_\_\_  
 Email Id : \_\_\_\_\_  
 Signature : \_\_\_\_\_, or failing him
  
3. Name : \_\_\_\_\_  
 Address : \_\_\_\_\_  
 Email Id : \_\_\_\_\_  
 Signature : \_\_\_\_\_

as my /our proxy to attend and vote (on a poll) for me/us on my/ our behalf at the 27<sup>th</sup> Annual General Meeting of the Company to be held on Tuesday, September 7, 2021 at 11.00 A.M. at B-524-526, Chintamani Plaza, Mohan Studio Compound, Andheri Kurla Road, Andheri (East), Mumbai - 400099 and at any adjournment thereof in respect of such Resolutions as are indicated below:

**ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2021 and the Auditor's Report thereon and the Report of the Directors (Ordinary Resolution)
2. To appoint a Director in place of Mr. Nawal Agrawal (DIN: 01753155) who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)

**SPECIAL BUSINESS:**

3. To re-appoint Dr. (Mrs.) Vandna Dangi as Managing Director of the Company. (Ordinary Resolution)
4. To appoint Mr. Ramanathan Thirupathi (DIN: 01680773) as an Independent Director of the Company. (Special Resolution)

Signed this .....day ....., 2021

Signature of Shareholder .....

Signature of Proxy holder(s) .....

Affix Rs. 1/- 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.

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**FORM NO. MGT.12  
BALLOT / POLLING PAPER***[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) of the Companies (Management and Administration) Rules, 2014]*

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Registered address	
3.	Registered folio No./ *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I/we hereby exercise my/our vote(s) in respect of the Resolutions as set out in the notice of the 27<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on Tuesday, September 7, 2021 at 11.00 A.M. at B-524-526, Chintamani Plaza, Mohan Studio Compound, Andheri Kurla Road, Andheri (East), Mumbai – 400099, by conveying my/our assent or dissent to the said Resolutions by putting the tick (✓) mark at the appropriate box below:

Item No.	Description	No of Shares held by me	I assent to the resolution	I dissent to the resolution
1.	<b>ORDINARY BUSINESS</b> To receive, consider, approve and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2021 and the Auditor's Report thereon and the Report of the Directors (Ordinary Resolution)			
2.	To appoint a Director in place of Mr. Nawal Agrawal (DIN 01753155) who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)			
3.	<b>SPECIAL BUSINESS</b> To re-appoint Dr. (Mrs.) Vandna Dangi as Managing Director of the Company. (Ordinary Resolution)			
4.	To appoint Mr. Ramanathan Thirupathi (DIN: 01680773) as an Independent Director of the Company. (Special Resolution)			

Place:

Date :

Signature of the Member


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Phone No: 022-22658108 / 09 / 10 Fax No: 022-22662520

Email ID: investorrelations@libord.com Website: www.libord.com

Please fill up this Attendance slip and hand it over at the entrance of the Meeting hall. Please also bring your copy of the enclosed annual report

**ATTENDANCE SLIP**

I hereby record my presence at the 27<sup>th</sup> Annual General Meeting of the Company held at on Tuesday, September 7, 2021 at 11.00 A.M. at B-524-526, Chintamani Plaza, Mohan Studio Compound, Andheri Kurla Road, Andheri (East), Mumbai - 400099.

REGD. FOLIO NO./CLIENT ID

NO. OF SHARES

Name of the Shareholder (In block letters) .....

**Note:** Member / proxy who wish to attend the Meeting must bring this attendance slip to the Meeting and handover at the entrance at the Meeting hall duly signed.

**ROUTE MAP FOR AGM VENUE**
