

VEERAM SECURITIES LIMITED

Regd. Office: Ground & First Floor, 7, Natvarshyam Co Op Ho S Ld, Opp. Orchid Park,
Ramdevnagar Road, Sattelite, Ahmedabad 380051 Gujarat
CIN: L65100GJ2011PLC064964

E-mail: complianceveeram@gmail.com website: www.veeramornaments.com

Date: 29/02/2020

To
The General Manager-Listing
Corporate Relationship Department
The BSE Limited
Phiroz Jeejeebhoy Tower
Dalal Street
Mumbai-400001

Subject- Intimation to convene Extra Ordinary General Meeting
REF: Veeram Securities Limited (Scrip Code-540252)

Dear Sir/Madam,

This is to inform you that the Extra Ordinary General Meeting of the Company on will be held on Monday, the 23rd Day of March, 2020 at 04:00 p.m. at registered office of the company situated at Ground & First Floor, 7, Natvarshyam Co Op Ho S Ld, Opp. Orchid Park, Ramdevnagar Road, Sattelite, Ahmedabad 380051 Gujarat.

Notice of the Extra Ordinary General Meeting attached herewith;

Kindly take the note of the same and oblige.

Thanking You

Yours Faithfully,

For, Veeram Securities Limited

MRS Shah



Mahendrabhai Ramniklal Shah
Managing Director
DIN: 03144827

VEERAM SECURITIES LIMITED

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Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of the Members of **VEERAM SECURITIES LIMITED** (the "Company") will be held on Monday, the 23rd March, 2020 at the Registered Office of the company situated at Ground & First Floor, 7, Natvarshyam Co Op Ho S Ld, Opp. Orchid Park, Ramdevnagar Road, Sattelite, Ahmedabad 380051 Gujarat at 4:00 P.M. to transact the following business:-

SPECIAL BUSINESS:

1. To Issue Bonus Shares

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to Section 63 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, read with rule 14 of Companies (Share Capital & Debenture Rules), 2014 (including any amendment thereto or re-enactment thereof) and subject to the regulations and guidelines issued by Securities and Exchange Board of India (SEBI) including SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 (as amended from time to time) and other applicable laws, rules, regulations, etc., if any and subject to such consents and approvals as may be required from the appropriate authorities, the consent of the shareholders be and is hereby accorded to capitalize sum not exceeding Rs. 5,77,54,350/- (Rupees Five Crore Seventy Seven Lakh Fifty Four Thousand Three Hundred Fifty only) out of Free Reserves and the Securities Premium Account of the company and transfer to Share Capital Account towards issuance and allotment of fully paid equity of Rs. 10/- (Rupees Ten Only) each as Bonus Shares credited as fully paid up to the members of the Company holding Equity shares of Rs. 10/- (Rupees Ten Only) each whose names stand in Register of members of the Company as on the Record Date as the Board of Directors may determine, in that behalf in the proportion of 134 (One Hundred Thirty Four) new Fully Paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each for every 100 (Hundred) existing Equity Shares of Rs. 10/- (Rupees Ten Only) each (fractional entitlements of Bonus shares shall be rounded off to one) held as on the record date and that the bonus shares so issued and allotted be treated for all purposes as an increase of the nominal amount of the Equity Capital of the Company held by each such member/person and not as income.

RESOLVED FURTHER THAT the Bonus Equity shares so allotted shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank Pari passu with the existing Equity shares. No Letters of allotment shall be issued for the Bonus shares.

RESOLVED FURTHER THAT the Share Certificates in respect of the New Equity Shares will be issued and dispatched to the shareholders who holds the existing Equity Shares in physical form and the New Equity Shares will be credited in electronic form to the demat accounts of the shareholders who hold the existing Equity Shares in electronic form, within the period prescribed.

RESOLVED FURTHER THAT the allotment of the New Equity Shares as Bonus Shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Portfolio Investors (FPIs), Persons of Indian Origin (PIO), Overseas Corporate Bodies (OCB) and other foreign investors of the Company shall be subject to the approval of the RBI, under the Foreign Exchange Management Act, 1999, or any other regulatory authority, as necessary.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the New Equity Shares on the Stock Exchanges where the securities of the Company are presently listed, as per the provisions of the SEBI Listing Regulations and other applicable guidelines, rules and regulations.

RESOLVED FUTURE THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and give such directions as may be necessary or desirable and to settle all questions or difficulties whatsoever that may arise with regard to the issue, allotment, distribution and listing of the new Equity Shares and its decision shall be final and binding.

Place: Ahmedabad

Date: 26th February, 2020

**BY ORDER OF THE BOARD OF DIRECTORS OF
VEERAM SECURITIES LIMITED**

Registered Office:

Ground & First Floor, 7,
Natvarshyam Co Op Ho S Ld,
Opp. Orchid Park, Ramdevnagar Road,
Sattelite, Ahmedabad 380051 Gujarat

S/d

Mahendrabhai Ramniklal Shah
Managing Director
DIN: 03144827

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY OR PROXIES TO ATTEND AND, TO VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10% 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 A PROXY FOR ANY OTHER SHAREHOLDER.**

The instrument of Proxy in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

2. A Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company, a certified copy of Board Resolution/ Authorisation document authorising their representative to attend and vote on their behalf at the EGM.
4. Members / Proxies / Authorised Representatives are requested to bring their Attendance Slip; which is enclosed herewith. Members, who hold shares in electronic form, are requested to write their DP ID and Client ID number/s and those who hold shares in physical form, are requested to write their Folio Number/s in the Attendance Slip for attending the EGM to facilitate identification of Membership at the EGM.
5. 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.
6. The members are requested to intimate to the Company, queries, if any, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
7. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, Kfin Technologies Private Limited for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
8. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. A Stock Exchanges permits companies to send soft copies of the EGM Notice to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering / updating their email address for receiving electronic communication. **The EGM Notice of the Company will also be available on the Company's website <https://www.veeramornaments.com/>.**

9. All the Documents referred to in the notice are open for inspection at the registered office of the Company between 11 A.M. to 5.00 P.M on any working day prior to the day of meeting and will also be available at the meeting venue on the date of meeting.
10. **The Company being listed on SME Exchange and in view of provisions of Rule 20 of the Companies (Management and Administration) Rules 2014 is not mandatory to provide remote e-voting facility to its member.**

Place: Ahmedabad

Date: 26th February, 2020

**BY ORDER OF THE BOARD OF DIRECTORS OF
VEERAM SECURITIES LIMITED**

Registered Office:

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S/d
Mahendrabhai Ramniklal Shah
Managing Director
DIN: 03144827

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO - 1:

The Board of Directors at their meeting held on 26th February, 2020, recommended issue of bonus shares in proportion of 134 (One Hundred Thirty Four) Equity Share for every 100 (hundred) existing equity shares held by the members on a record date to be herein after fixed by the board of directors, by capitalizing sum not exceeding Rs. 5,77,54,350/- (Rupees Five Crore Seventy Seven Lakh Fifty Four Thousand Three Hundred Fifty only) out of Free Reserves and the Securities Premium Account of the company.

Pursuant to the provisions of Articles of Association of the Company and in terms of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under, the capitalization of reserves and bonus issue thereof require approval of the members in general meeting.

Further, it is necessary to authorize the Board of Directors of the Company to complete all the regulatory formalities prescribed under the companies act, 2013, in connection with bonus issue. Accordingly, the resolution seeks the approval of the members for capitalizing the sum out of Free Reserves and the Securities Premium Account and issue of bonus shares out of the same on the terms and conditions set out in the resolution.

The Board recommends the resolution for approval of shareholders.

The Directors of the Company may be deemed to be concerned or interested in this item of business to the extent of their shareholdings in the company or to the extent of securities that may be allotted to them as Bonus Shares. Save as aforesaid none of directors of the company is in any way concerned or interested in this item of business.

Place: Ahmedabad

Date: 26th February, 2020

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S/d

Mahendrabhai Ramniklal Shah
Managing Director
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Extra Ordinary General Meeting - Monday, 23rd March, 2020

ATTENDANCE SLIP

Folio No. /Client Id:	
Name of Shareholder:	
Address of Shareholder:	

I, hereby record my presence at the Extra Ordinary General Meeting of the Company to be held on Monday, 23rd March, 2020 at 4.00 PM at Ground & First Floor, 7, Natvarshyam Co Op Ho S Ld, Opp. Orchid Park, Ramdevnagar Road, Sattelite, Ahmedabad 380051 Gujarat

Signature of the Member

Notes:

- A. Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- B. Member/Proxy who wishes to attend the meeting must bring this attendance slip to the meeting and hand over at the entrance duly filled in and signed.

Member/Proxy should bring his/her copy of the Notice of Extraordinary General Meeting for reference at the meeting.



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Form MGT-11 PROXY FORM

[Pursuant to section 105(6) of Companies Act, 2013 and rule 19(3) of Companies (Management and Administration) Rules, 2014]

Extra Ordinary General Meeting – Monday, 23rd March, 2020

Name of the shareholder(s): _____

Registered Address: _____

E-mail ID: _____ Folio No ./Client Id : _____ DP ID : _____

I/We, being member(S) of **Veeram Securities Limited**, holding _____ share of the company, hereby appoint

A: Name _____

Address: _____

E-mail ID: _____ Signature: _____

Or failing him/her

B: Name _____

Address: _____

E-mail ID: _____ Signature: _____

Or failing him/her

C: Name _____

Address: _____

E-mail ID: _____ Signature: _____

Or failing him/her

As my/our proxy to attend and vote (on poll) for me/us, on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on – Monday, 23rd March, 2020 at 4.00 PM at Ground & First Floor, 7, Natvarshyam Co Op Ho S Ld, Opp. Orchid Park, Ramdevnagar Road, Sattelite, Ahmedabad 380051 Gujarat And/or at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	VOTING	
		FOR	AGAINST
1.	To issue Bonus Shares		

Signed this..... day of..... 2020

Signature of shareholder

Signature of Proxy holder(s)

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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ROUTE MAP TO THE VENUE OF THE EXTRA ORDINARY GENERAL MEETING

