



# Notice of Annual General Meeting

## **DCM FINANCIAL SERVICES LIMITED**

CIN L65921DL1991PLC043087

Regd. Office: D 7/3, Okhla Industrial Area-II, New Delhi-110020

Tel-011-26387750 email ID: info@dfsionline.in

Website: www.dfsionline.in

## NOTICE OF 32<sup>ND</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 32<sup>nd</sup> Annual General Meeting of the members of **DCM Financial Services Limited** (“**DCM**” or “**the Company**”) will be held on **Friday, September 15, 2023 at 01:00 P.M.)** at **Sarita Sadan, NS 3B, Sarita Vihar, Adj to St. Giri Public School New Delhi-110076** ), to transact the following business (es):-

### ORDINARY BUSINESS:

1. Adoption of Standalone and Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023

To receive, consider and adopt the standalone & consolidated financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2023 including the audited Balance Sheet as at 31<sup>st</sup> March, 2023, Profit & Loss Statement for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

“**RESOLVED THAT** the standalone & consolidated audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. **Re-appointment of Director liable to retire by rotation**

To appoint **Mr. Kaushal Kashyap** (DIN: 07683753) who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for Re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Kaushal Kashyap** (DIN: 07683753), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company”

### SPECIAL BUSINESS:

3. **Regularization of Mrs. Ruchi Chordia (DIN: 09725509) as an Independent Director**

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

“**RESOLVED THAT** subject to the approval of shareholders at the ensuing Annual General Meeting and pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications 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, as amended from time to time, **Mrs. Ruchi Chordia** (DIN: 09725509), who was appointed as an Additional (Category: Independent) Director of the Company by the Board of Directors at their Meeting held on August 12, 2023 in terms of Section 149 of the Companies Act, 2013, on recommendation of Nomination & Remuneration Committee, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years commencing from **August 12, 2023** up to **August 11, 2028**, not liable to retire by rotation.”

By order of the Board of Directors  
For DCM Financial Services Limited

(Nidhi Deveshwar)  
Chairperson & Whole Time Director  
(DIN: 09505480)

Date: 12.08.2023  
Place: New Delhi

## NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the 32<sup>nd</sup> Annual General Meeting is annexed hereto.
2. **A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, PROXY FORMS DULY COMPLETED IN ALL RESPECTS SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.**  
A person can act as a proxy on behalf of members **not exceeding fifty** and holding in aggregate **not more than ten percent of the total share capital** of the Company carrying voting rights. 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 a proxy for any other person(s) or shareholder(s).
3. 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's resolution/authorization, etc., authorizing their representative to attend the AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to [jainpandassociates@gmail.com](mailto:jainpandassociates@gmail.com) (email id of scrutinizer) with a copy marked to Company [info@dfsionline.in](mailto:info@dfsionline.in) & [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
4. Brief details of the director(s), seeking re-appointment at 32<sup>nd</sup> Annual General Meeting are annexed hereto Pursuant to regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the provisions of Companies Act, 2013 and forms part of this Notice.
5. Institutional investors, who are members of the Company, are encouraged to attend and vote at the 32<sup>nd</sup> AGM of the Company.
6. The Register of Members and Share Transfer Books will remain closed from Saturday, September 09, 2023 to Friday, September 15, 2023 (both days inclusive).
7. The shares of the Company are at presently listed on BSE Limited(BSE), National Stock Exchange of India Limited(NSE) & Calcutta Stock Exchange Limited(CSE).
8. Pursuant to the provisions under Section 108 of Companies Act, 2013 to be read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time along with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, the facility to exercise their right to vote at the ensuing Annual General Meeting by Electronic Means. So the business(s) proposed to be transacted as mentioned in the Annual General Meeting Notice may be transacted through voting by Electronic Means (Remote e-voting) as well. For this, Company is availing the services provided by **Central Depository Services (India) Limited (CDSL)**. The facility for voting through Ballot Paper will also be made available at the meeting venue, for the members who have not cast their votes by remote e-voting. They shall also be able to exercise their voting rights at the AGM by voting through ballot paper. Members who have already cast their vote by remote e-voting process prior to the date of meeting shall be eligible to attend the Annual General Meeting but shall not be entitled to cast their votes again through ballot process.
9. The Scrutinizer, after scrutinizing the votes cast at the meeting through Poll and through remote e-voting, shall, not later than two working days of conclusion of the Meeting, make a **"Consolidated Scrutinizer's Report"** and submit the same to the Chairperson. The results declared along with the consolidated scrutinizer's report shall be placed on website of the Company [info@dfsionline.in](mailto:info@dfsionline.in) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) The Report shall simultaneously be placed on Notice Board of the Company at premises of the Registered Office.
10. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the General Meeting.
11. Voting rights shall be reckoned on the Paid-up value of shares registered in the name of Member / Beneficial Owner (in case of shares in Dematerialized form) as on the **cut-off date** i.e. **Friday, September 08, 2023**

12. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, shall only be entitled to avail the facility of e-voting / Poll.  
*Note: A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.*
13. No gifts, gift coupons, or cash in lieu of gifts shall be distributed to Members at or in connection with the General Meeting.
14. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or its RTA.
15. In terms of Sections 101 and 136 of the Act, read with the rules made thereunder, the listed companies may send the notice of AGM and the annual report, including financial statements, boards' report, etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circular dated December 28, 2022 vide circular no. 10/2022 SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05 January 2023, and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Notice of 32nd AGM along with the Annual Report for FY 2023 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 Annual Report for FY 2023 will also be available on the Company's website at [www.dfsonline.in](http://www.dfsonline.in) the website of the stock exchange i.e., BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited (NSE) at [www.nseindia.com](http://www.nseindia.com), and on the website of the RTA at ([helpdeskdelhi@mcsregistrars.com](mailto:helpdeskdelhi@mcsregistrars.com)) ) The Notice shall also be available on the e-Voting website of the agency engaged for providing e-Voting facility, i.e., Central Depository Services (India) Limited (CDSL), viz., [www.evotingindia.com](http://www.evotingindia.com)
16. To receive 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. In case of shares held in physical form, members are advised to register their E-mail address and mobile number by sending email to Company's email Id [info@dfsonline.in](mailto:info@dfsonline.in) or to by writing to our RTA, MCS Share Transfer Agent Ltd., Add: F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 at [helpdeskdelhi@mcsregistrars.com](mailto:helpdeskdelhi@mcsregistrars.com). Members are requested to register their email id and support the green initiative efforts of the Company. Company had already sent communication of updation of relevant records by the member shareholders with the company vide its letter dated December 20, 2022 in pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023.
17. With a view to enable the Company to serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
18. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
19. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
20. The Company has been maintaining, inter alia, the following statutory registers at its registered office at **D-7/3, Okhla Industrial Area-II, New Delhi-110020**.
  - a) Register of contracts or arrangements in which directors are interested under section 189 of the Act.
  - b) Register of directors and key managerial personnel and their shareholding under section 170 of the Act.
21. In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic/ Physical mode and shall remain open and be accessible to any member during the continuance of the meeting.

22. Pursuant to section 72 of the Act, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 (a copy of which is available on the Company's website). In respect of shares held in electronic/demat form, the members may please contact their respective depository participant.
23. The route map attending the 32<sup>nd</sup> Annual General Meeting(AGM) by the Member Shareholders is annexed to this Notice
24. For more details on shareholders' matters, please refer to the section on 'General Shareholder Information', included in the Annual Report.
25. In case a person becomes a member of the Company after dispatch of AGM Notice, and is a member as on the cut-off date for e-voting, i.e., Friday, September 08, 2023 such person may obtain the user id and password from by email request on [evoting@cdsl.co.in](mailto:evoting@cdsl.co.in).
26. Member may send signed copy of the request letter providing the email address, mobile number and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to [info@dfsionline.in](mailto:info@dfsionline.in) for obtaining the Annual Report and Notice of AGM.
27. **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**
1. For Physical shareholders - please provide necessary details like 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 [info@dfsionline.in](mailto:info@dfsionline.in) or [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 [info@dfsionline.in](mailto:info@dfsionline.in) or [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
28. **The Instructions for shareholders for remote e-voting areas under:**
- i. The Board of Directors of the company has appointed **M/s. Jain P & Associates, Practicing Company Secretaries**, as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
  - ii. The voting period begins on **<Tuesday, September 12, 2023 at 09:00 AM>** and ends on **<Thursday, September 14, 2023, 05:00 PM>**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **<Friday, September 08, 2023, 2023>** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - iii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - iv. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - v. Click on "Shareholders" module.
  - vi. Now enter your User ID
    - For CDSL: 16 digits beneficiary ID,
    - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login – Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
  - vii. Next enter the Image Verification as displayed and Click on Login..
    - If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

viii. If you are a first time user then follow the steps given below:

**For Members holdings shares in Demat Form Physical**

PAN Enter your 10 digit alpha-numeric \*PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- 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. E.g. 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.

- 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 (v).

- x. After entering these details appropriately, click on "SUBMIT" tab.
- x. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- xi. For Members holding shares in physical form, the details can be used for remote e-voting on the resolutions contained in this Notice only.
- xii. Click on the EVSN for **<DCM FINANCIAL SERVICES LIMITED>** on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same you will find an 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".
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution's details.
- xv. 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote
- xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii. 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.
- xix. Note for Non-**Individual Shareholders and Custodians**: -
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are

required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto: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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@dfsionline.in](mailto:info@dfsionline.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com); under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. NitinKunder (022-23058738) or Mr. MehboobLakhani (022-23058543) or Mr. RakeshDalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. RakeshDalvi, Manager, (CDSL) Central Depository Services (India) Limited, AWing, 25th Floor, Marathon Futurex, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

- To address issues/ grievances of shareholders relating to the ensuing AGM, including e-voting, the following official has been designated:

Name of Official	Ms. SOMALI TRIVEDI
Designation	Company Secretary & Compliance Officer
Address	D-7/3, Okhla Industrial Area-II, New Delhi-110020
Contact	011-26387750
E-mail	<a href="mailto:info@dfsionline.in">info@dfsionline.in</a>

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH STAMENES (MANAGEMENT AND ADMINISTRATION) RULES, 2014**

**ITEM NO.3:**

**REGULARIZATION OF MRS. RUCHI CHORDIA (DIN: 09725509) AS AN INDEPENDENT DIRECTOR**

Mrs. Ruchi Chordia (DIN: 09725509) was appointed as an Additional (Independent) Director on the Board of the Company on August 12, 2023. As per the provisions of Regulation 25 of SEBI (LODR) Regulations, 2015 an Independent Director shall be appointed on the Board of a Company on passing of a special resolution by shareholders.

The Company has received intimation in Form DIR-8 from Mrs. Ruchi Chordia that, she is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that she meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015.

The resolution seeks the approval of members for the appointment of Mrs. Ruchi Chordia as an Independent Director of the Company commencing from August 12, 2023 up to August 11, 2028 in

terms of Section 149 and other applicable provisions of the Act and Rules made there under. She is not liable to retire by rotation.

Based on the recommendations of the Nomination & Remuneration Committee and keeping in view the expertise of Mrs. Ruchi Chordia, the Board of Directors at its meeting held on August 12, 2023 approved the appointment of Mrs. Ruchi Chordia as mentioned in the resolution.

For your information and record, Mrs. Ruchi Chordia has vast experience in the field of Corporate Laws, Accounts, Finance and Corporate Governance. Board considers that her association would be of immense benefit to the Company and it is desirable to avail her services as an Independent Director. Therefore, after consideration of all facts and circumstances, the Board recommends appointment of Mrs. Ruchi Chordia as an Independent Director of the Company.

*Except for Mrs. Ruchi Chordia and/or her relatives, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.*

**PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE RE-APPOINTED IS FURNISHED BELOW:**

<b>Name</b>	<b>Mr. Kaushal Kashyap</b>	<b>Mrs. Ruchi Chordia</b>
Director Identification Number (DIN)	07683753	09725509
Date of Birth	23/12/1991	23/06/1991
Date of Appointment in the Board	01/09/2020	12/08/2023
Qualification	Graduate	Post Graduate and Qualified Company Secretary
Nature of Expertise in specific functional areas	Experience in Administration and Management	Corporate Laws, Accounts, Finance and Corporate Governance
Shareholding in the Company including shareholding as beneficial owner	-	-
List of Directorship held in other companies	Accuwant Advisory Services Limited	Vinayak Vanija Limited
Names of Listed Entities in which the person holds membership of Committees of the Board	<p><b>Member of Stakeholder Relationship Committee:</b></p> <p>DCM Financial Services Limited</p> <p><b>Chairperson of Audit Committee:</b></p> <p>Accuwant Advisory Services Limited</p> <p><b>Member of Nomination and Remuneration Committee &amp; Stakeholder Relationship Committee:</b></p> <p>Accuwant Advisory Services Limited</p>	<p><b>Chairperson of Stakeholder Relationship Committee &amp; Nomination and Remuneration Committee:</b></p> <p>Vinayak Vanija Limited</p> <p><b>Member of Audit Committee:</b></p> <p>Vinayak Vanija Limited</p>
Name of listed entities from which the person has resigned in the past three years	-	-



Relationship between Directors Inter-se	None	None
Terms and conditions of appointment/ re-appointment	Re-appointment as a Non-Executive, Non-Independent Director	Appointment as a Non-Executive, Independent Director
In case of Independent Director:  The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NA	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills / expertise / competencies, in the context of its business and sector for it to function effectively.  The Nomination and Remuneration Committee of the Board has evaluated the profile of Mrs. Ruchi Chordia and concluded that she possess the relevant skill and capabilities to discharge the role of Independent Director.

**DCM FINANCIAL SERVICES LIMITED**

CIN: L65921DL1991PLC043087, Tel.: 011-26387750  
 Regd. Office: D 7/3, Okhla Industrial Area-II, New Delhi - 110020  
 Email ID: [info@dfsionline.in](mailto:info@dfsionline.in); Website: [www.dfsionline.in](http://www.dfsionline.in)

**PROXY FORM**

**Form No. MGT-11**

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

CIN L65921DL1991PLC043087  
 Name of the Company **DCM FINANCIAL SERVICES LIMITED**  
 Registered Office D-7/3 Okhla Industrial Area,Phase-2 New Delhi - 110020

Name of the Member(s)	
Registered address	
E-mail I. d.	
Folio no./Client Id*	
DP ID	

I/ We, being the member(s) of **DCM Financial Services Limited** holding \_\_\_\_\_ shares hereby appoint:

1. Name .....
- Address .....
- E-mail ID .....
- Signature ..... or failing him
  
2. Name .....
- Address .....
- E-mail ID .....
- Signature ..... or failing him
  
3. Name .....
- Address .....
- E-mail ID .....
- Signature ..... or failing him

**DCM FINANCIAL SERVICES LTD.**

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 32<sup>nd</sup> Annual General Meeting of the company, to be held on **Friday, September 15, 2023 at 01:00 P.M.) at Sarita Sadan, NS 3B, Sarita Vihar, Adj to St. Giri Public School New Delhi-110076** and at any adjournment thereof in respect of such resolutions as are indicated below.

S. No.	Resolution	For	Against
Ordinary Business			
1.	To receive, consider and adopt the standalone & consolidated financial statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2023 including the audited Balance Sheet as at 31 <sup>st</sup> March, 2023, Profit & Loss Statement for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon		
2.	To appoint Mr. Kaushal Kashyap (DIN: 07683753) as Director		
Special Business			
3.	Regularization of Mrs. Ruchi Chordia (DIN: 09725509) as an Independent Director		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023.

**Signature of Shareholder**

**Signature of Proxy holder(s)**

Affix  
Revenue  
Stamp of  
Rs. 1/-

**Notes:**

- (1) *This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.*
- (2) *For the resolutions, statement setting out material facts, notes and instructions please refer to the notice o-f Annual General Meeting.*
- (3) *\*Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.*
- (4) *In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.*  
*Please complete all details including details of member(s) and proxy(ies) in the above box before submission.*

**DCM FINANCIAL SERVICES LIMITED**

CIN: L65921DL1991PLC043087, Tel.: 011-26387750

Regd. Office: D 7/3, Okhla Industrial Area-II, New Delhi - 110020

Email ID: [info@dfsionline.in](mailto:info@dfsionline.in); Website: [www.dfsionline.in](http://www.dfsionline.in)**Form No. MGT-12***[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]***BALLOT PAPER****32<sup>nd</sup> Annual General Meeting of the members of DCM Financial Services Limited to be held on Friday, September 15, 2023 at 01:00 P.M.) at Sarita Sadan, NS 3B, Sarita Vihar, Adj to St. Giri Public School New Delhi - 110076: -**Name of First Named Shareholder .....  
(In Block Letters)

Postal Address .....

Folio No./DP ID &amp; Client ID .....

No. of Shares held .....

Class of Shares .....

I hereby exercise my vote in respect of Ordinary/ Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Brief of Resolutions	In favor	Against
Ordinary Business			
1.	To receive, consider and adopt the standalone & consolidated financial statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2023 including the audited Balance Sheet as at 31 <sup>st</sup> March, 2023, Profit & Loss Statement for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon		
2.	To appoint Mr. Kaushal Kashyap (DIN: 07683753) as Director retiring by Rotation		
Special Business			
3.	Regularization of Mrs. Ruchi Chordia (DIN: 09725509) as an Independent Director		

**Date:****Place: New Delhi****Signature of Shareholder***\*Please tick in the appropriate column*

**DCM FINANCIAL SERVICES LIMITED**

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**ATTENDANCE SLIP**

**32<sup>nd</sup> Annual General Meeting on Friday, September 15, 2023 at 01:00 P.M. at Sarita Sadan, NS 3B, Sarita Vihar, Adj to St. Giri Public School New Delhi - 110076**

Name of the Member .....  
*(In Block Letters)*

Folio No./DP ID & Client ID .....  
.....

No. of Shares held .....

Name of Proxy .....  
*(To be filled in, if the proxy attends instead of the member)*

I, hereby certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 32<sup>nd</sup> Annual General Meeting of the Company held on **Friday, September 15, 2023 at 01:00 P.M. at Sarita Sadan, NS 3B, Sarita Vihar, Adj to St. Giri Public School New Delhi-110076.**

**Member's / Proxy's Signature**

Note:

- 1) *Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be distributed at the meeting venue.*

## Vanue Route Map for 32nd Annual General Meeting of DCM FINANCIAL SERVICES LTD.

