

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 18<sup>th</sup> ANNUAL GENERAL MEETING of the Members of the **SANGAM ADVISORS LIMITED** will be held at The Number One Party Hall, Sumer Nagar Building No. 1, Swami Vivekanand Road, Shastri Nagar, Sumer Nagar, Borivali West, Mumbai, Maharashtra 400 092 on September 15, 2017 at 10.30 a.m. to transact the following business;

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2017 including audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Gauri Shankar Bajaj (DIN: 02079820), who retires by rotation and being eligible offered himself for re-appointment.
3. To ratify the appointment of R T Jain & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration;

***To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:***

“**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Board of Directors, appointment of R T Jain & Co. LLP, Chartered Accountants (Firm Registration No. 103961W), as the Statutory Auditor of the Company, be and is hereby ratified to hold office from conclusion of this meeting till the conclusion of the next AGM of the Company to be held in the year 2018 on a remuneration to be fixed by the Board of Directors of the Company, in addition to GST and actual out of pocket expenses incurred in connection with the audit of the accounts of the Company to be reimbursed for the financial year ending March 31, 2018.”

### SPECIAL BUSINESS :

4. ***To consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution;***

“**RESOLVED** that Mr. Kuldeep Kumar Jain (DIN 07800619), who was appointed as an additional Director of the Company and holds the office until the conclusion of ensuing Annual General Meeting, pursuant to section 161 of Companies Act, 2013, (the “Act”), the companies (Appointment and Qualification of Directors) Rules, 2014 and such other applicable provisions, if any, of the Act or Rules framed there-under and in respect of whom the Company has received a notice from a member under section 160 of the companies Act, 2013, proposing his candidature, for appointment as a Director of the Company be and is hereby appointed as a Director of the Company;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

5. ***To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution;***

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities including the Central Government in granting such approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the appointment and remuneration of Mr. Kuldeep Kumar Jain (DIN 07800619) as the Whole-time Director (WTD) of the Company for a period of five years effective from May 16, 2017 to May 15, 2022 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to the “Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. Kuldeep Kumar Jain, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof;

**RESOLVED FURTHER THAT** notwithstanding anything herein, where in any financial year during the tenure of the WTD, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals including approval of Central Government, if any, pay to the WTD the above remuneration as the minimum remuneration by way of salary, perquisites, performance pay, other allowances and benefits as specified in the explanatory statement annexed to the Notice convening this Meeting and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

6. **To consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution;**

“RESOLVED that Mr. Nilesh Bhogilal Gandhi (DIN: 03570656) who was appointed as an additional Director of the Company and holds the office until the conclusion of ensuing Annual General Meeting, pursuant to section 161 of Companies Act, 2013, (the “Act”), the companies (Appointment and Qualification of Directors) Rules, 2014 and such other applicable provisions, if any, of the Act or Rules framed there-under and in respect of whom the Company has received a notice from a member under section 160 of the companies Act, 2013, proposing his candidature, for appointment as a Director of the Company be and is hereby appointed as an Independent Director of the Company to hold the office for a period of five years from February 13, 2017 to February 12, , 2022;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

7. **To consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution;**

“RESOLVED that Ms. Menka Jha (DIN: 06950148) who was appointed as an additional Director of the Company and holds the office until the conclusion of ensuing Annual General Meeting, pursuant to section 161 of Companies Act, 2013, (the “Act”), the companies (Appointment and Qualification of Directors) Rules, 2014 and such other applicable provisions, if any, of the Act or Rules framed there-under and in respect of whom the Company has received a notice from a member under section 160 of the companies Act, 2013, proposing her candidature, for appointment as a Director of the Company be and is hereby appointed as an Independent Director of the Company to hold the office for a period of five years from February 13, 2017 to February 12, 2022. ;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

8. **To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:**

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), consent of the Shareholders of the Company be and is hereby accorded to the Company, for entering into following related party transaction(s) with Waaree Energies Limited to the extent of the maximum amounts in any financial year, stated against respective nature of transactions as provided below:

Name of the related party	The nature of transactions as per section 188 of the Companies Act, 2013	Name of Director or key Managerial Personnel who is related, if any	Nature of Relationship	Material terms and particulars of the contract or arrangement	Monetary value (Rs. in lakhs)	Any other information relevant or important for members to take decision on the proposed resolution
Waaree Energies Limited (Waaree)	Purchase services (on either side)	Mr. Pujan Pankaj Doshi and Mr. Ankit Hitesh Doshi	Relatives of Mr. Pujan Pankaj Doshi and Mr. Ankit Hitesh Doshi are Directors of Waaree Energies Limited	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis	10,000.00 2,500.00	None

**RESOLVED FURTHER THAT** the Board of Directors of the Company (the “Board”, which term shall be deemed to include its “Committee of Directors”), be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any questions, difficulties or doubts that may arise with regard to any transactions with related parties and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution.”

By Order of the Board of Directors

Sd/-  
**Pujan Pankaj Doshi**  
**Managing Director**  
**DIN: 07063863**

Dated: August 08, 2017

Place: Mumbai

**Registered Office:**

504-A, Western Edge-I,

Off: Western Express Highway, Borivali (E)

Mumbai-400066

**NOTES:**

1. The Register of Members and the Share Transfer books of the Company will remain closed from September 11, 2017 to September 15, 2017 (both days inclusive) for the purpose of the Annual General Meeting.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. The instrument of Proxy in order to be effective, should 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. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified true copy of the relevant Board of Directors resolution together with their respective specimen signatures authorising their representative(s) to attend and vote on their behalf at the Meeting.
4. Electronic copy of the Notice of the 18<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 18<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
5. Notice of the 18<sup>th</sup> Annual General Meeting and the Annual Report for the financial year 2016-17 will also be made available on the Company’s website i.e. [www.sangamadvisors.com](http://www.sangamadvisors.com). The physical copies of the aforesaid documents will also be available at the Company’s Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication free of cost in physical form, upon making a request for the same by post. For any communication, the shareholders may also send requests to the Company’s investor email id: [info@sangamadvisors.com](mailto:info@sangamadvisors.com).
6. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer Remote e-voting facility which will enable the members to cast their votes electronically on all the resolutions set out in the notice. The Board of Directors has appointed Manoj Mimani; partner R M Mimani & Associates LLP, Company Secretaries (ACS 17083, CP 11601) as Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
7. E-voting Facility: (i) the e-voting period commences on Tuesday, September 12, 2017 (9.00 a.m.) and ends on Thursday, September 14, 2017 (5.00 p.m.). The Remote e-voting module shall be disabled for voting thereafter. (ii) The Company has engaged Central Depository Services (India) Limited (“CDSL”) to offer Remote e-voting facility to all its members to enable them to cast their vote electronically.
8. Voting rights will be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date i.e. Friday, September 08, 2017. The Scrutinizer, after scrutinizing the votes cast at the 18<sup>th</sup> Annual General Meeting,

and through remote e-voting will, not later than three days of the conclusion of the 18<sup>th</sup> Annual General Meeting, make a consolidated report and submit the same to the Chairman/Managing Director. The results along with the consolidated scrutinizer's report shall be placed on the website of the Company and on the website of CDSL within three days from the conclusion of the 18<sup>th</sup> Annual General Meeting. The results shall simultaneously be communicated to the Stock Exchange.

9. The Voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company.
10. The equity shares of the Company are mandated for trading in the compulsory demat mode. The ISIN No. allotted for the Company's shares is INE299N01013.
11. Members / Proxies are requested to bring attendance-slip along with their copy of Annual Report to the Meeting.
12. Members desiring to exercise their vote by using e-voting facility should carefully follow the instructions given below.
  - a. The shareholders should log on to the e-voting website: [www.evotingindia.com](http://www.evotingindia.com)
  - b. Click on Shareholders Tab.
  - c. Enter your User ID:
    - i. For CDSL: [16 digits beneficiary ID];
    - ii. For NSDL: [8 Character DP ID followed by 8 Digits Client ID];
    - iii. Members holding shares in physical form should enter folio number registered with the Company.
  - d. 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 have cast your vote earlier for EVSN of any company, then your existing password is to be used.
  - e. If you are a first-time user, follow the steps given below and fill the appropriate boxes: for members holding shares in demat form and physical form: PAN\* enter your 10 digit alpha-numeric \*PAN issued by Income Tax Department (in capital) (Applicable for both demat shareholders as well as physical shareholders)
  - f. 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. The Sequence Number is printed on the Attendance Slip.
  - g. 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. DOB Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. Dividend Bank Details# Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. # please enter the DOB or Dividend Bank Details in order to login. If 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
  - h. After entering these details appropriately, click on "SUBMIT" tab.
  - i. Members holding shares in physical form will then directly reach the EVSN 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.
  - j. For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  - k. Click on the relevant EVSN for Sangam Advisors Limited on which you choose to vote.
  - l. 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.
  - m. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details. 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.
  - n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - o. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
  - p. If demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- q. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate. A scanned copy of the registration form bearing the stamp and signature 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 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.
13. Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.
14. As required by SEBI (Listing Obligation and disclosure requirements) Regulations, the particulars of Directors who are proposed to be appointed or re-appointed are given below.

### EXPLANATORY STATEMENT

The following Explanatory Statements pursuant to Section 102 (1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned in item no. 4 to 8 of the accompanying Notice of the Annual General Meeting.

#### Item No. 4

Mr. Kuldeep Kumar Jain (DIN 07800619) was appointed as an additional Director of the Company at the meeting of Board of Directors of the Company held on May 16, 2017 and in terms of provisions of section 161(1) of the Companies Act, 2013, Mr. Kuldeep Kumar Jain would hold the office till the conclusion of the ensuing Annual General Meeting and being eligible for re-appointment as a Director of the Company. The Company has received a notice from a shareholder of the Company in writing as required under Section 160 of the Act, proposing his candidature for the office of Director. A statement containing his profile is given hereinafter in this report.

In the opinion of the Board Mr. Kuldeep Kumar Jain fulfil the qualification and conditions specified under the Companies Act, 2013 and rules made thereunder for his appointment as a Director of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Kuldeep Kumar Jain as a Director of the Company.

Accordingly, the Board recommends the resolution to appoint of Mr. Kuldeep Kumar Jain as a Director of the Company for the approval of the shareholders of the Company.

Except Mr. Kuldeep Kumar Jain, being an appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No.4.

#### Item No. 5

Considering the growth achieved by the Company and to ensure compliance of the provision of section 203 of the Companies Act, 2013, the Board of Directors of the Company at its Meeting held on May 16, 2017, has pursuant to the recommendation of the Nomination and Remuneration Committee and subject to the approval of members, Mr. Kuldeep Kumar Jain was appointed as Whole-time Director for a term of 5 years from May 16, 2017 to May 15, 2022 (both days inclusive). The Whole-time Director shall also be a Key Managerial Personnel (KMP) in terms of the provisions of section 203 of the Companies Act, 2013. The other terms and conditions and remuneration payable to Mr. Kuldeep Kumar Jain, as Whole-time Director are set out below:

1. Salary (including perquisites) Rs.5,600,000/- (Rupees Fifty six lacs only) per annum with annual or mid-term increments as approved by the Board/Committee of the Board within a limit so that the total remuneration is within 5% (five) per cent of the net profits of the Company. Annual performance incentive as may be decided by the Board/Committee of the Board, subject to a ceiling of one hundred (100) per cent of salary
2. Other key conditions:
  - The Company shall provide Mr. Kuldeep Kumar Jain reimbursement of medical expenses for himself and his family as per the Company's policy.
  - Leave as per the Company's policy, subject to maximum thirty (30) days leave each year with encashment of un-availed leave at the end of his tenure.
  - He will not be entitled to sitting fees for meetings of the Board/Committees of the Board attended by him.
  - The salary will be subject to all applicable provisions of the Income Tax Act, 1961.
  - The tenure will be subject to termination by six months' notice in writing on either side.

Pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 (“the Act”), including Schedule V to the Act, the appointment and remuneration payable to the Managing Director is now being placed before the members in the 18<sup>th</sup> Annual General Meeting for the approval by way of a Special Resolution as set out at item 5 of the notice.

Apart from Mr. Kuldeep Kumar Jain, being Appointee Director, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No.5

**Item No. 6**

Mr. Nilesh Gandhi (DIN: 03570656) was appointed as an additional Director of the Company at the meeting of Board of Directors of the Company held on February 13, 2017. In terms of Section 161(1) of the Companies Act, 2013, Mr. Nilesh Gandhi would hold office till the conclusion of ensuing Annual General Meeting and being eligible for re-appointment as a Director of the Company. The Company has received a notice from a shareholder of the Company in writing under Section 160 of the Act, proposing his candidature for the office of Director. A statement containing his profile is given hereinafter in this report.

In terms of the provisions of section 149 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Nilesh Gandhi being eligible, is proposed to be appointed as an Independent Director of the Company for a period of five years ended on February 12, 2022.

In the opinion of the Board Mr. Nilesh Gandhi fulfil the eligibility criteria and conditions specified under the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and he is independent of the management of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Nilesh Gandhi as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Nilesh Gandhi as an Independent Director of the Company for the approval of the shareholders of the Company.

Except Mr. Nilesh Gandhi, being an appointee, none of the other Director or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No. 6 of the notice

**Item No. 7**

Ms. Menka Jha (DIN: 06950148) was appointed as an additional Director of the Company at the meeting of Board of Directors of the Company held on February 13, 2017. In terms of Section 161(1) of the Companies Act, 2013, Ms. Menka Jha would hold office till the conclusion of ensuing Annual General Meeting and being eligible for re-appointment as a Director of the Company. The Company has received a notice from a shareholder of the Company in writing under Section 160 of the Act, proposing her candidature for the office of Director. A statement containing her profile is given hereinafter in this report.

In terms of the provisions of section 149 and other applicable provisions, if any, of the Companies Act, 2013, Ms. Menka Jha being eligible, is proposed to be appointed as an Independent Director of the Company for a period of five years ended on February 12, 2022.

In the opinion of the Board Ms. Menka Jha fulfil the eligibility criteria and conditions specified under the Companies Act, 2013 and rules made thereunder for her appointment as an Independent Director of the Company and she is independent of the management of the Company.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Ms. Menka Jha as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Ms. Menka Jha as an Independent Director of the Company for the approval of the shareholders of the Company.

Except Ms. Menka Jha, being an appointee, none of the other Director or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No. 7 of the notice

**DETAILS OF DIRECTORS SEEKING APPOINTMENT AND RE-APPOINTMENT AS REQUIRED UNDER SEBI LISTING REGULATIONS;**

<b>Particulars</b>	<b>Director 1</b>	<b>Director 2</b>	<b>Director 3</b>
Name of the Director	Mr. Kuldeep Kumar Jain	Mr. Nilesh Gandhi	Ms. Menka Jha
DIN	07800619	03570656	06950148
Date of Birth	06/04/1965	23/09/1963	20/06/1977
Date of appointment on the Board	16/05/2017	13/02/2017	13/02/2017
Qualification	MBA, Electrical Engineer	Chartered Accountants	MBA Finance and Marketing

Particulars	Director 1	Director 2	Director 3
Expertise	Over 30 years of experience in Project Management and Execution	27 years of experience in Taxation, Accounting, Finance and Investments across various industries	Over 10 years of experience in Capital Markets
Relationship with Director	Whole-time Director	Non-executive Independent Director	Non-Executive Independent director
Directorship in other Companies	None	Unid Finance Consultancy Private Limited	Umbrella Consultancy LLP
Membership/Chairmanship in Committees	None	02 Committee	03 Committee
Shareholding in the Company	None	None	None

**Item No. 8**

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Regulations”) provides for obtaining approval of the Shareholders for entering into material related party transactions as provided therein. Further, in terms of the provisions of Section 188(1) of the Companies Act, 2013 read with Rules framed thereunder, for entering into related party transactions where the transaction value exceeds the thresholds prescribed, prior approval of the Shareholders by way of an ordinary resolution is required. Accordingly, in terms of the provisions of the SEBI Regulations and the Companies Act, 2013, approval of the Shareholders of the Company is being sought by way of an ordinary resolution set out at Item No. 8 of this Notice. Pursuant to the requirements prescribed under the Companies (Meetings of the Board and its Powers) Rules, 2014, as amended from time to time, the details in relation to the transactions with related parties, is as under:

Name of the related party	The nature of transactions as per section 188 of the Companies Act, 2013	Name of Director or key Managerial Personnel who is related, if any	Nature of Relationship	Material terms and particulars of the contract or arrangement	Monetary value (Rs. in lakhs)	Any other information relevant or important for members to take decision on the proposed resolution
Waaree Energies Limited (Waaree)	Purchase services (on either side)	Mr. Pujan Pankaj Doshi and Mr. Ankit Hitesh Doshi	Relative of Mr. Pujan Pankaj Doshi and Mr. Ankit Hitesh Doshi are Directors of Waaree Energies Limited	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms’ length basis	10,000.00 2,500.00	None

No Shareholder of the Company being a related party or having any interest in the ordinary resolution as set out at Item No. 8 of the Notice shall be entitled to vote on this ordinary resolution.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested in the aforesaid ordinary resolution set out at Item No. 8 of this Notice, save and except to the extent of their Directorship / Shareholding, if any, in the entity mentioned in the said resolution.

Your Directors recommend the ordinary resolution proposed at Item No. 8 of this Notice for your approval

**By Order of the Board of Directors  
For Sangam Advisors Limited**

**Sd/-  
Pujan Pankaj Doshi  
Managing Director  
DIN: 07063863**

Dated: August 08, 2017  
Place: Mumbai