

2014-15



अर्थ: समाजस्य न्यासः

S. E. INVESTMENTS LIMITED



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

23rd Annual Report
2014-15



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Objectives of Company

- The main objective of the Company is creation of Wealth for Society.
- To be a leading financial services provider recognised, admired and respected for high corporate governance, ethical practices and social values.
- To primarily serve the underserved rural small entrepreneurs and self help groups with debt capital to support the growth of the rural India.
- To serve the small and medium enterprises in rural and urban India with providing debt for promoting entrepreneurial segment of the society.
- To finance the growing aspirations of the Indian consumers with favourable demographics

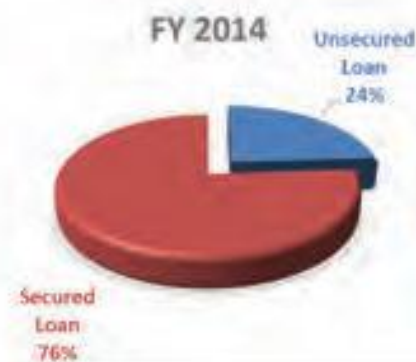




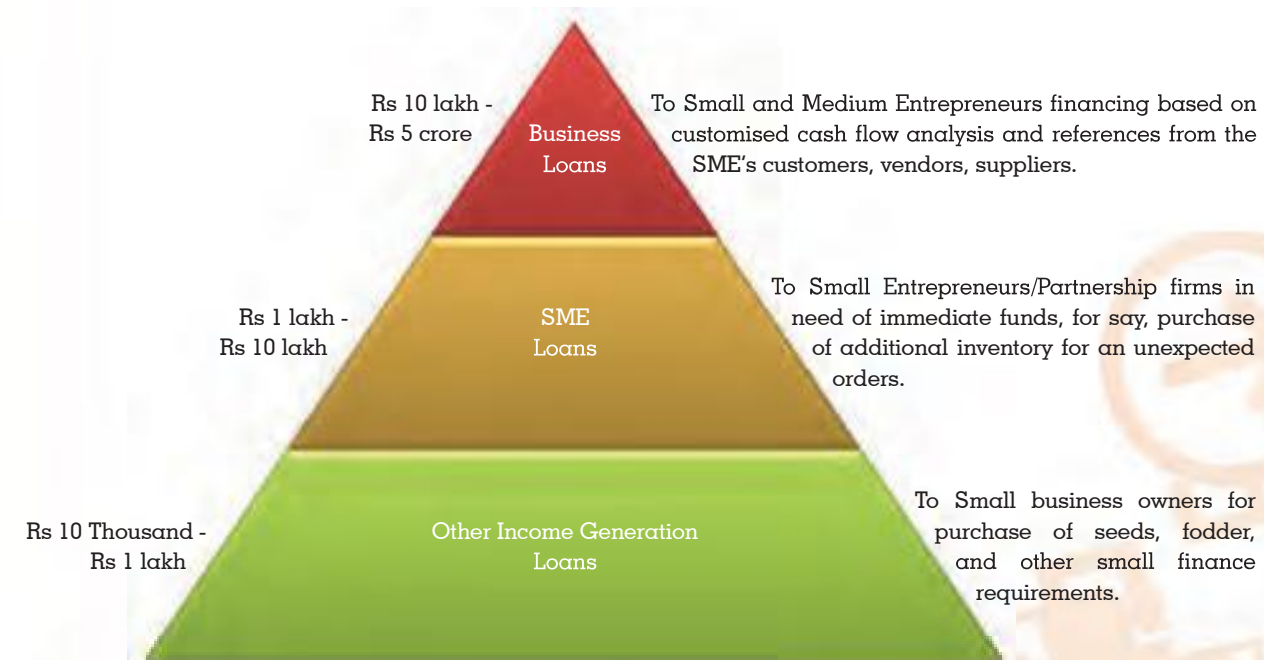
Highlights

Business Segment

- Company primarily operates in 2 segments, viz. Unsecured Loans and Secured Loans.



Finance Products Offered by the Company



Performance Highlights

₹ in crores

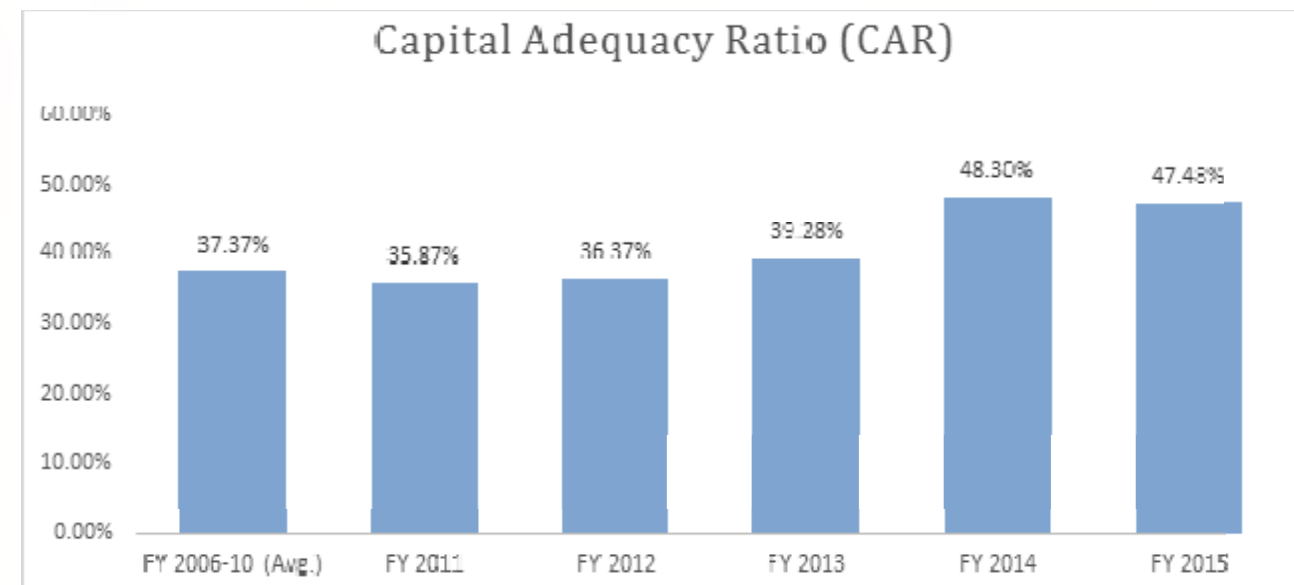
Sr. No.	Parameters	FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13	FY 2013-14	FY 2014-15
1.	Loan and Advances	523.78	827.10	880.73	959.53	871.41	961.21
2.	Interest Income	88.16	181.44	210.98	219.04	207.92	178.38
3.	PAT	26.33	60.81	70.32	70.44	56.25	44.52
4.	Cash Account	30.42	65.08	72.30	72.97	60.64	50.81
5.	Bad Debts w/o as compared to Loans Outstanding	0.36	0.65	1.17	2.11	2.70	2.04
6.	Net Worth	300.76	349.84	364.58	418.94	465.72	506.51
7.	Total Assets	823.94	1,113.25	1,154.67	1,247.69	1,060.10	1,111.94
8.	Total Outside Debts	459.09	612.35	589.86	527.18	441.59	455.81
9.	Debt Equity Ratio	1.53	1.75	1.62	1.26	0.95	0.89
10.	ROE(%)	8.75	17.15	19.11	16.25	11.60	8.52
11.	ROCE(%)	8.19	11.42	12.43	10.87	11.52	9.60

Business Growth



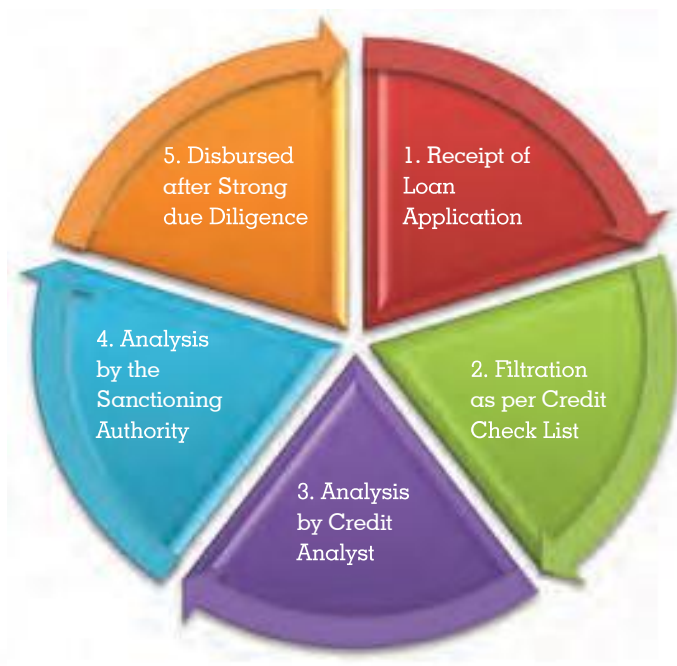


Capital Adequacy



Credit Process

- The company is having robust credit appraisal process of the loans application which helps to bring clean customer on board.
- The application for loan gets filtered through 3 layered credit processing.
- Approx. 37% of the total applications get disbursed after thorough scrutiny and checks.
- Till date company has disbursed 6,55,232 cases, This proves the strength of the credit appraisal as well as legal acumen of the company.
- The company has always focused on generating strong bottom line rather than being focused on increasing top line numbers without compromising with the asset quality. This has enabled the company to provide better PAT amongst its peers. The company's yield on equity is comparable to, and even better than the yield of some of big players of financial sector



Message to Shareholder's

Dear Valued Shareholders,

Namaste!!

It is a great honour and privilege for me to extend a very warm welcome to each one of you at the 23rd Annual General Meeting of your Company.

2014-15 was a year of revival. A new phase in the Indian economy has been introduced. Prime Minister Mr. Narendra Modi, the Man of Transformation has started creating and providing several opportunities to the corporate sector to excel throughout the world. He is looking India like an economically free state.

The Government of India has taken several initiatives to improve the Indian economy, which has lead to number of positive outcomes. One of them is to build a vibrant manufacturing sector with key mission of "MAKE IN INDIA", another one is improved access to land and finance. These measures will also help small and medium size enterprises that are critical for the creation of jobs in the Country.

In this context, I also like to inform that the Indian Government has taken right decision by taking corrective steps to address the structural issues in the system. The fact that various departments of the government are working together to resolve systemic issues is encouraging.

As far as the finance industry is concerned, high interest rate environment alongwith risk aversion by banks due to deteriorating asset quality and slowdown in investment activity by corporates dampened credit growth during 2014-15. Deteriorating asset quality turned into a major area of concern for the entire finance industry and it attributed towards the slowdown of the Indian economy which impinged credit growth and also had a strong bearing on revenues of corporates. The investment related policy log-jams further weakened the repayment capacities of corporates and coupled with inadequate credit appraisal processes led to disproportionate rise in NPAs. Besides, potential pressures on asset quality have also intensified with the significant increase in restructured assets as indicated by higher Corporate Debt Restructuring (CDR).

With gradual improvement in the macro-economic conditions, credit growth is likely to witness a moderate recovery in the second half of 2015.



Purushottam Agrawal
(Chairman Emeritus)

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S. E. Investments Limited



S. E. Investments Limited

Performance of your company during the financial year 2014-15 was modest and acceptable. During the year under review, we focussed on maintaining asset quality. The Survival of any NBFC depends on asset quality, reduction of NPAs and increase in customers base. The viability of our business model has equipped us with the ability to deliver exceptionally well both in good and bad times. During the period of slowdown in the Indian economy and in the adverse situation also your company has performed very well.

While adhering to our core values and working on the principle of corporate sustainability, we have focused on widening our presence and reaching deeper to the rural masses. Touching the lives of millions and adding colours to their imaginations, is the sole objective of the Company and its people. Understanding aspiration of people and communicating with them makes us an outstanding finance provider. Prime area of our functioning includes National Capital Region and State of Maharashtra.

We are looking forward to 2015- 2016 as year full of opportunities for NBFCs and are confident about our future Endeavour's. We remain committed to sustained growth; improve our performance continually and live up to your expectations.

Before I conclude, I would like to place on record your Company's sincere appreciation for the continuing patronage and support extended by valued shareholders and wish to convey earnest thanks to them for their continued support and trust in us. This motivates us to excel in all our pursuits and constant endeavor to create value for you.

I would like to thank the Board of Directors of the Company for their valuable guidance and contribution in steering the Company to higher levels of achievement.

I would also like to express my gratitude to all our Bankers and business associates for their continuous trust, support and cooperation.

Above all, I would like to place on record the commendable efforts and commitments shown by our most valued resource, i.e. the Human Resource of the Company as our employees have always contributed their best for the Company to set new benchmarks.

I thank you all once again and offer my best wishes for a very bright and prosperous year ahead.

Best Wishes.

Purushottam Agrawal
Chairman Emeritus

Corporate Information

Chairman Emeritus

Mr. Purushottam Agrawal

Board of Directors

Mr. Sunil Agarwal	Managing Director
Mr. Sachin Agarwal	Whole Time Director
Mr. Harish Singh	Executive Director
Dr. Arun Gopal Agarwal	Non-Executive Director
Mr. Brij Lal Goel	Independent Director
Mr. Pradeep Agarwal	Independent Director
Mr. Naresh Kumar Jain	Independent Director
Mrs. Anshu Gupta	Independent Director

Company Secretary Cum Compliance Officer

Mr. Vishal Sharma

Statutory Auditors

P M S & CO.	R. LAL & COMPANY
Chartered Accountants	Chartered Accountants
Firm Reg. No. 013398C	Firm Reg. No. 000926C

Bankers and Finance Institutions

Central Bank of India
IDBI Bank
United Bank of India
Corporation Bank
Punjab National Bank
Bank of India
Bank of Baroda
UCO Bank
Andhra Bank
HDFC Bank
Small Industries Development Bank of India

Registrar and Share Transfer Agents

M/s Alankit Assignments Ltd.
ALANKIT HOUSE, 2E/21,
Jhandewalan Extension
New Delhi—110 055
E-mail: ramap@alankit.com



Listing of Equity Shares

National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex
Bandra (East), Mumbai -400 051

BSE Limited
25, P. J. Towers, Dalal Street
Mumbai -400 001

Listing of Depository Receipt

Societe De La Bourse De Luxembourg
11, av de la Porte-Neuve
L-2227, Luxembourg

Latest Credit Rating

CARE A- (BASIL Rating)

Corporate Identification Number (CIN)

L65921DL1992PLC120483

Website & Email

www.seil.in
cs@seil.in



S. E. Investments Limited



Network of Offices

REGISTERED OFFICE

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Shakarpur, Delhi-110092 (INDIA)
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Fax. +91 11 43018802,
E-mail: delhi@seil.in

HEAD OFFICE

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CORPORATE OFFICE

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BRANCHES

Ahmedabad

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Aligarh

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Civil Lines, Bareilly-243001 (INDIA)
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Bharatpur

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E-mail: cd.agra@seil.in

Bhilwada

Arihant Tower, First Floor, Near Sai
Temple, RK Colony,
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Ph. +91 9116012605 / 1482-230294
E-mail: raj.bhilwara@seil.in

Chittorgarh

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Kota

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Mathura

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E-mail : mathura@seil.in

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Corporate Park, Andheri Ghatkopar
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Opp. Mirador Hotel, Chakala,
Andheri (East), Mumbai,
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Ph. +91 22 42288888
E-mail: mumbai@seil.in

Rajsamand

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TVS Choraha, Kakroli,
Rajsamand - 313324 (Rajasthan)
Ph. +91 9116012607
E-mail: raj.rajsamand@seil.in

Tonk

First Floor, Swai Madhopur Road
Near by GPO Tonk (Rajasthan)
Ph. +91 9116012616 / 1431 254222
E-mail: raj.tonk@seil.in

Thiruvananthapuram

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Thiruvananthapuram-695 001
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Ph. +91 7738 386151
E-mail: trv@seil.in

Sitapur

Ram Naresh Mishra, B-5,
Avas Vikas Colony, Sitapur (UP)
Ph. +91 8938921234
E-mail: bm.sitapur@seil.in

Udaipur

Office 7-8, 1st Floor, Near Ashoka
Bakery, Shakti Nagar Corner,
Udaipur - 313001 (Rajasthan)
Ph. +91 9116012601 / 294 2420333
E-mail: raj.udaiapur@seil.in

Notice of Annual General Meeting

Notice is hereby given that the Twenty Third Annual General Meeting of the Members of S. E. Investments Limited will be held on Wednesday, September 30, 2015 at 10:00 A.M. at Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110065 to transact the following business(s):

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Dr. Arun Gopal Agarwal (DIN 00374421) who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare dividend on equity shares and preference shares and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT a final dividend of 10% (i.e. Re. 1 on every Equity share of Rs. 10/- each) on fully paid-up equity share capital of the Company, as recommended by the Board of Directors, be and is hereby declared.

RESOLVED FURTHER THAT a final dividend of 10% (i.e. Re. 1 on every 10% redeemable Preference shares of Rs. 10/- each) on fully paid-up preference share capital of the Company, as recommended by the Board of Directors, be and is hereby declared.”

4. To ratify the appointment of Statutory Auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or amendments or re-enactments thereof for the time being in force) and pursuant to resolution passed in 22nd Annual General Meeting for appointment of Statutory Auditors, appointment of Joint Auditors M/s R. Lal & Company, Chartered Accountants (Firm Registration No. 000926C) and M/s P M S & Co., Chartered Accountants (Firm Registration No. 013398C), be and are hereby ratified and confirmed to hold office of Statutory Auditors of the Company.”

Special Business:

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

5. Ordinary Resolution to appoint Mr. Pradeep Agarwal as an Independent Director of the Company:

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160, 161 and any other applicable provisions, if any, of the Companies Act, 2013 (Act) and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement entered into with Stock Exchanges, Mr. Pradeep Agarwal (DIN 06892799), the Additional Independent Director of the Company, who holds office upto the date of this Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years, starting from March 28, 2015 to March 27, 2020”

6. Special Resolution to approve borrowing limits of the Company :



S. E. Investments Limited

“RESOLVED THAT pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 and other applicable provisions, if any, read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution), to borrow any sum or sums of money (including non-fund based facilities) from time to time at their discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other persons, firms, body corporates, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may, at any time, exceed the paid up share capital of the Company and its free reserves (that is to say, reserves, not set apart for any specific purpose), provided that the total amount up to which monies may be borrowed by the Board of Directors and which shall remain outstanding at any given point of time shall not exceed a sum of Rs. 3000 Crore (Rupees Three Thousand Crores) and that the Board be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may deem fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

7. Special Resolution to create charges, mortgages, hypothecation on the immovable and movable properties of the Company:

“RESOLVED THAT pursuant to provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution), to create/ renew such mortgages, charge(s), hypothecation(s) and floating charges, including existing mortgages, charges and hypothecation created by the Board on behalf of the Company, on such movable and immovable properties of the Company, both present and future, and in such form and manner as the Board may deem fit, to secure any Indian Rupees or Foreign Currency loans and/or the issue of debentures whether partly/fully convertible or non-convertible and/or the issue of rupee/foreign currency convertible bonds and/or advances and/or all other moneys payable by the Company to its lender(s) (hereinafter collectively referred to as “Loans”), provided that the total amount of loans, already obtained or to be obtained from any financial institution, bank, body corporate, Company or any other person(s), together with interest thereon, liquidated damages, commitment charges, premia on pre-payment and other cost and charges expenses and all other monies payable by the Company in respect of said Loans, shall not at any time exceed an amount of Rs. 3000 Crore (Rupees Three Thousand Crores over and above the aggregate of paid up share capital and free reserves of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable.”

8. Special Resolution to issue Non-Convertible Debentures on private placement basis:

“RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, and subject to rules, regulations, guidelines, notifications and circulars, if any, prescribed by the Reserve Bank of India (under the Reserve Bank of India Act, 1934), Securities and Exchange Board of India, including the Securities and Exchange



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Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended time to time or any other competent authority, the Memorandum of Association and the Articles of Association of the Company and the listing agreements entered into with the stock exchanges where the shares of the Company are listed and subject to such approvals, consents, permissions and sanctions as might be required and subject to such conditions as may be prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) may accept, the Board of Directors of the Company be and is hereby authorized on behalf of the Company to create, issue, offer and allot secured/unsecured non-convertible debentures on private placement basis at such time/times, in one or more tranches, for cash, at such price or prices, in such manner and on such terms and conditions as the Board, may, in its absolute discretion, decide at the time of issue of Non-Convertible Debentures; provided that the total amount raised through the issuance of such debentures does not exceed the overall borrowing limits of the Company, as approved by the Members, from time to time and authority under this resolution shall be exercised by the Board within one year from the date of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things including but not limited to number of issues / tranches, face value, issue price, issue size, timing, amount, tenor, method of issuance, security, listing and other terms and conditions and to give such directions as they may, in their absolute discretion, deem necessary or expedient, to give effect to this resolution.”

9. Special Resolution to fix the terms for Redemption of Preference Shares:

“RESOLVED THAT in furtherance to Special Resolution passed in Extra-Ordinary General Meeting of the Company held on December 29, 2008 and in accordance with the provisions of Sections 55 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Rules framed there under, as may be amended from time to time and the Articles of Association of the Company and the regulations/guidelines, if any, prescribed by any relevant authorities from time to time, to the extent applicable and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be considered necessary by the Board of Directors (hereinafter referred to as the “Board” which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board by this Resolution) or as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board, the consent of the Company be and is hereby accorded to the Board to fix the terms of redemption of already issued 10% Non-Cumulative Redeemable Preference Shares on December, 2008 under Section 81(1A) of the Companies Act, 1956.

RESOLVED FURTHER THAT the terms of Preference Shares are as follows:

Type of Preference Shares	10% Non-Cumulative Redeemable Preference Shares
Price of Redemption	Rs. 200/- each
Period of Redemption	Preference Shares be redeem on or before March 31, 2016
Face value & Premium at the time of issued	Rs. 10/- each issued at a Premium of Rs. 90/- each

“RESOLVED FURTHER that the Board be and is hereby authorized to do all such acts, deeds and things and execute all such deeds, documents and writings, as it may in its absolute discretion deem necessary or incidental, and pay such fees and incur such expenses in relation thereto as it may deem appropriate.”

Place : Delhi
Date : August 14, 2015

By Order of the Board of Directors
For S. E. Investments Limited
Sd/-
(Vishal Sharma)
Company Secretary
Membership No.:A19853



NOTES:

1. The relevant Explanatory Statement, in accordance with provisions of Section 102 of the Companies Act, 2013 (Act) in respect of the business under Item Nos. 5 to 9 of the Notice, is annexed herewith. The required details as per Clause 49 of the Listing Agreements entered into with the Stock Exchanges, of persons seeking appointment/ re-appointment as Directors under Item No. 2, 5 is also annexed herewith.
2. A member entitled to attend and vote at the Annual General Meeting ("the meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy need not be a member of the Company. The instrument appointing proxy in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than forty-eight hours before the scheduled time for commencement of the Meeting.
3. A person appointed as proxy can act on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Any member holding more than ten percent (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 proxy for any other person or shareholder. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members/ Proxies attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of place of the meeting. Proxy/ Representative of a member should mark on the Attendance Slip as "Proxy" or "Representative" as the case may be. Members holding shares in electronic form and desirous of attending the meeting are required to bring along with them Client ID and DP ID Numbers for easy identification.
5. In case of Joint holders attending the meeting, only such joint holder whose name appears first in the order of names, will be entitled to vote.
6. The Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2015 to September 30, 2015 (both days inclusive).
7. The dividend as recommended by the Board of Directors, if approved by the Members at the ensuing Annual General Meeting, will be payable within 30 days of its declaration to all those members whose name:
 - Appear in the Register of Members of the Company, after giving effect to all valid share transfers in physical form lodged with the Company or its Registrar on or before September 23, 2015 and
 - Appear in the list of beneficial owners as furnished by National Securities Depository Limited and/or Central Depository Services (India) Limited, in respect of shares held in electronic form as at the end of the business hours, on September 23, 2015.
8. Members who hold shares in dematerialized mode are requested to intimate any changes pertaining with their bank account details, ECS mandates, nominations, power of attorney, change of address/name etc. to their Depository Participant only and not to the Company's Registrar & Share Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar & Share Transfer Agent to provide efficient and better service to the members.
9. Members holding shares in physical form are requested to intimate all changes in their particulars including nominations, power of attorney, change of address/name etc. to the Registrar & Share Transfer Agent of the Company, quoting their registered folio number.



10. The Securities and Exchange Board of India (SEBI) has notified that the shareholders/ transferee(s) of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their PAN card to the company / RTA for transactions in the securities market including transfer, transmission or any other corporate action.

Accordingly, all the shareholders / transferee(s) of shares (including joint holders) are requested to furnish a certified copy of their PAN card to the company/ RTA while transaction in the securities market including transfer, transmission or any other corporate action.
11. All documents referred to in the Notice and the Explanatory Statement requiring the approval of the Members at the Meeting shall be available for inspection by the Members at the Registered Office of the Company, on all working days between 11:00 a.m. to 1:00 p.m., except Sundays and public holidays, up to the date of the 23rd Annual General Meeting of the Company.
12. Members are advised to avail nomination facility as per the applicable provisions of the Companies Act, 2013, for which nomination forms are available with the Registrar.
13. Pursuant to provisions of Section 205A and 205C Companies Act, 1956, the amount of dividend remaining unclaimed for a period of seven years is required to be transferred to the Investor Education and Protection Fund. Accordingly, the unclaimed dividends for the year 2006 – 2007 have been transferred to the Investor Education and Protection Fund.
14. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
15. All communication relating to shares are to be addressed to the Company's Share Transfer Agent, M/s Alankit Assignments Limited, ALANKIT HOUSE, 2E/21, Jhandewalan Extension, New Delhi – 110055.
16. Provisions of Companies Act, 2013 and Green initiative in Corporate Governance, allowed Companies to give notice and share documents with its shareholders through electronic mode. Accordingly, the Company sends notice and communication, in electronic form to all its Members whose email ids are registered with the Company/ Depository Participant. Members are requested to support this green initiative by registering /updating their email addresses, in respect of shares held in dematerialized form with their respective depository participants and in respect of shares held in physical form, with Alankit Assignments Ltd., the Company's Registrar and Share Transfer Agent.
17. Voting through electronic means
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.



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- IV. The remote e-voting period commences on September 27, 2015. (9:00 am) and ends September 29, 2015 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2015 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
- Open email and open PDF file viz; "seil_remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - Click on Shareholder - Login
 - Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - Select "EVEN" of "S. E. Investments Limited".
 - Now you are ready for remote e-voting as Cast Vote page opens.
 - Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - Upon confirmation, the message "Vote cast successfully" will be displayed.
 - Once you have voted on the resolution, you will not be allowed to modify your vote.
 - Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to seil.scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
- | EVEN (Remote e-voting Event Number) | USER ID | PASSWORD/PIN |
|-------------------------------------|---|--------------|
| (ii) | Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote. | |

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 23, 2015.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 23, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. Satish Jadon, Company Secretary (Membership No. A23580) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company "<http://www.seil.in>" and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchanges.