

VIKALP SECURITIES LIMITED

Registered Office : 25/38, Karachi Khana, Kanpur - 208001, Uttar Pradesh

CIN : L65993UP1986PLC007727 , CONTACT NO. : 0512 - 2372665

EMAIL ID : vikalpsecuritieslimited@gmail.com , WEBSITE : www.vikalpsecurities.com

NOTICE

NOTICE is hereby given that the 37th Annual General Meeting of the Members of Vikalp Securities Limited will be held on Monday, 25th day of September, 2023, at 09:00 A.M. at the registered office of the Company at 25/38, Karachi Khana, Kanpur, Uttar Pradesh -208001 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss Account for the year ended on that date together with the reports of the Board of Directors ("the Board") and the Auditors thereon.
2. To appoint a Director in place of Mrs. Sonali Kejriwal (DIN: 07137327), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.

SPECIAL BUSINESS

3. To re-appoint Mr. Arun Kejriwal (DIN: 00687890) as Managing Director of the Company for 3 years with effect from 30th September, 2022 and in this regard to consider and, if thought, to pass, with or without modification(s), following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with rules made thereunder and Schedule V to the Companies Act, 2013 (including any statutory modifications and re-enactment(s) thereof, for time being in force) and other applicable provisions of SEBI(LODR) Regulations, 2015 and Articles of the Company and on the recommendation of Nomination Remuneration Committee of the company, the approval of members of the Company be and is hereby accorded for the re-appointment of Mr. Arun Kejriwal (DIN: 00687890) as Managing Director of the Company, who has given his consent, if appointed as such, with effect from 30.09.2022 as on the following terms and conditions:

(a) Salary : 35,000 p.m. in the each year of his tenure

Salary mentioned above includes perquisites payable to Mr. Arun Kejriwal but in any case managerial remuneration shall not exceed the maximum limit prescribed under the Companies Act, 2013 read with Schedule V of the said act.

- Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under Income Tax Act.
- Gratuity payable should not exceed half a month's salary for each completed year of service.

"RESOLVED FURTHER THAT where in any financial year the Company has no profits or its profits are inadequate, the Company shall to Mr. Arun Kejriwal as managing director, remuneration by way of salary, and perquisites as specified supra, in accordance with limits laid down in Schedule V of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force)."

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary and/or incidental in this regard including filing of necessary e-forms with the Registrar of Companies, Uttar Pradesh."

Place : Kanpur
Date : 11/08/2023

By Order of the Board of Directors
For VIKALP SECURITIES LIMITED

Arun Kejriwal
(Managing Director)
DIN: 00687890

NOTES:-

1. MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY need NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY MUST BE LODGED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE SHARES NOT MORE THAN 10 PERCENT OF THE TOTAL ISSUED SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL ISSUED SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS A PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

Proxies submitted on behalf of companies must be supported by an appropriate Resolution/Authority, as applicable.

2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours (i.e. 9:00 A.M. to 6:00 P.M.) of the Company, provided not less than three (3) days written notice is given to the Company. Proxies, in order to be effective must be received at the Company's Registered Office at 25/38, Karachi Khana, Kanpur, Uttar Pradesh -208001.
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 Resolution/Authorization etc., authorizing its 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 via-mail through its registered e-mail address to adesh.tandon11@gmail.com with a copy marked to evoting@nsdl.co.in.
4. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts regarding the special business items mentioned in notice above and the details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Directors seeking re-appointment is annexed hereto. The Notice of Meeting and the Annual Report 2022-23 will also be available on the Company's website www.vikalpsecurities.com and website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and is also available on the website of NSDL i.e. www.evoting.nsdl.com.
5. Institutional Investors, who are members of the Company are encouraged to attend and vote at the 37th AGM of the Company.
6. The 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 RTA of the Company viz. Skyline Financial Services Private Limited at D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi, Delhi, 110020
7. In terms of section 101 and 136 of the Act, read together with the Rules made thereunder, the listed companies may send the notice of annual general meeting and the annual report, including Financial Statements, Board Report etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the www.vikalpsecurities.com and website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and is also available on the website of NSDL i.e. www.evoting.nsdl.com.
8. To receive shareholders' communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their e-mail address with their respective depository participant, where shares are held in electronic form, where shares are held in physical form, members are advised to their e-mail address with the Company or its RTA in case of physical holding and in case of demat holding update your email id with the depository participant. Investors may also download the Annual Report of the Company from the website of the Company or website of Stock Exchange as well. In case of queries, members are requested to write to vikalpsecuritieslimited@gmail.com or info@skylinerta.com.
9. With a view to helping us serve the members better, members who holds 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.
10. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to also avail of numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, savings in stamp duty, elimination of any possibility of loss of documents and bad deliveries.

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11. 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 Annual General Meeting.
12. The Company has been maintaining, inter alia, following statutory registers at the registered office of the Company:
 - (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.
 In accordance with the MCA circulars, the said registers shall be made accessible for inspection through electronic mode without any fee during the continuance of the meeting. Members seeking to inspect such documents can send their email to vikalpsecuritieslimited@gmail.com.
13. 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 website of the Company) with the Company's share transfer agent. In respect of shares held in electronic/demat form, the members may please contact their respective depository participant
14. For the convenience of members the route map of the venue of the meeting is depicted at the end of the Notice.
15. Persons who have acquired shares and became members of the Company after the dispatch of the notice of AGM and holding shares as on the Cut Off date of Monday, September 18th, 2023, may obtain their user ID and password for Remote E-voting from the Company's Registrar and Share Transfer Agent (RTA) or NSDL. Alternatively, member may send signed copy of the request letter providing the e-mail address, mobile number, self attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via e-mail at the e-mail id at vikalpsecuritieslimited@gmail.com for obtaining the Annual Report and Notice of AGM.
16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
17. Members desirous of getting any information about the accounts and operations of the Company are requested to address their query to the Arun Kejriwal, Managing Director of the Company at the Registered Office or email at vikalpsecuritieslimited@gmail.com well in advance so that the same may reach him at least 7 days before the date of the meeting to enable the Management to keep the required information readily available at the meeting.
18. In accordance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the business may be transacted through electronic voting system and the company is pleased to provide the facility for remote e-voting to its members. The Company has engaged National Securities Depositories Limited (NSDL) for providing Remote E-voting services through the e-Voting platform of NSDL. In this regard, your Demat Account/Folio Number has been enrolled by the company for your participation in voting on resolutions placed by company on e-Voting system. Remote E-voting is optional and not mandatory and Members desiring to opt for Remote E-voting are requested to read the instructions below:

Voting through Electronic Means

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDEAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com . Select "Register Online for IDEAS Portal" or click at https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp

	<p>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under Shareholder/Member section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 2***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to adesh.tandon11@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to NSDL Official at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 vikalpsecurities@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 vikalpsecurities@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
19. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-1020-990.
20. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/ PIN for casting your vote.
21. It may be noted that this remote e-voting facility is optional. The remote e-voting facility will be available at the link <https://www.evoting.nsdl.com> during the following voting period:

Commencement of remote e-voting: From 9:00A.M.. IST on 22nd September, 2023

End of remote e-voting: Upto 5:00 P.M IST on 24th September, 2023

Remote e-Voting shall not be allowed beyond 5:00 p.m. of 24th September, 2023.

Hence the facility shall forthwith be blocked.

22. At the venue of Annual General Meeting, voting shall be allowed through poll papers and the Members attending Annual General Meeting and who have not casted their vote by Remote E-voting shall be entitled to cast their vote through such Poll Paper mode.
23. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Monday, September 18th , 2023 (the "Cut Off Date") only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date. A person who is not a member as on the cut-off date mentioned above should treat this Notice for information purposes only.
24. Persons who have acquired shares and became members of the Company after the dispatch of the notice of AGM and holding shares as on the Cut Off date of Monday, September 18th , 2023, may obtain their user ID and password for Remote E-voting from the Company's Registrar and Share Transfer Agent (RTA) or NSDL.
25. Please note that 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 venue of the AGM. If a Member casts votes through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

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26. For proper conduct of the Annual General Meeting, Members/Proxies should fill the attendance slip for attending the Meeting. Members who hold share(s) in electronic form are requested to write their DP ID and Client ID number and those who hold share(s) in physical form are requested to write their folio number and put their sign, at the places provided on the attendance slip and hand it over at the entrance of the venue to facilitate identification of membership at the Meeting.
27. The Company has appointed Mr. Adesh Tandon, Practicing Company Secretary (Membership No. F2253 and Certificate of Practice No.1121) who is not in employment of the company, as 'Scrutinizer' for conducting the remote e-voting process and for conducting poll at the Annual General Meeting in a fair and transparent manner. The Scrutinizer has given his consent to act as such.
28. The Scrutinizer shall, immediately after conclusion of voting at the meeting, first count the votes cast at the meeting, therefore unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the company and shall make a combined Scrutinizer's Report of the votes cast in favour of or against, if any, to the Chairman of the Company.

The results shall be declared within two working days from the conclusion of the 37th AGM and the resolutions will be deemed to be passed on the date of the 37th AGM subject to receipt of the requisite number of votes in favour of the resolutions.
29. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on **September 18th, 2023**.
30. As soon as the scrutinizer submits its report to the company, the results declared alongwith the combined Scrutinizer's Report shall be displayed at the Registered Office of the Company and shall be placed on the website of the company and on the website of National Securities Depository Limited and will be communicated to all the Stock Exchanges where company is Listed.
31. The Notice of Annual General Meeting, Annual Report and Attendance Slip are being made available in electronic mode to Members whose email IDs are registered with the Company or Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Members who have received the Notice of Annual General Meeting, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filed in Attendance Slip at the registration counter to attend Annual General Meeting.
32. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
33. Register of Members and the Share Transfer Books of the Company shall remain closed from 18th September, 2023 to 24th September, 2023 (both days inclusive).
34. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates, Permanent account number, nominations, power of attorneys to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to inform the change of their registered address to our Registrar and Transfer Agent (RTA), M/s Skyline Financial Services Private Limited having registered office at D-153A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020 by quoting their folio number. The contact details of our Registrar and Transfer Agent are available on the company's website i.e. www.vikalpsecurities.com under investors tab.
35. No amount is lying with the company as contemplated in Section 125 of the Companies Act, 2013. Hence question to transfer to the Investor Education and Protection Fund (IEPF Fund) does not arise.
36. Members desirous of obtaining any information with regard to the Annual Reports are requested to write to the Company's Registered Office at Kanpur at least ten +days before the date of Annual General Meeting so that the information can be made available at the meeting.
37. Members are requested to quote their Registered Folio Number/Client ID No. & Depository Participant (D.P) ID number on all correspondence with the Company.
38. Non-Resident Indian members are requested to inform the Company's Registrar and Share Transfer Agent i.e. M/s Skyline Financial Services Private Limited, immediately of change in their residential status on return to India for permanent settlement together with the particulars of their bank Account maintained in India with complete name, branch, account type, account number and address of bank with Pin Code Number, if not furnished earlier.
39. All the documents, if any, referred in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013, will be available for inspection at the Registered Office of the Company during business hours on all working days up to the date of declaration of the result of 37th Annual General Meeting of the Company.

40. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all the communications including Annual Report, Notices, Circulars, etc. from the Company electronically. Members holding shares in physical form are requested to intimate their email addresses to the Company's Registrar and Share Transfer Agent i.e. M/s Skyline Financial Services Private Limited and members holding shares in electronic form are requested to intimate the change to their respective depository participant.
41. Members are requested to bring attendance slip along with annual report to the meeting.
42. Request to members holding shares in demat form to bring their client id and DP id numbers for easy identification for attendance at the meeting.

Place : Kanpur
Date : 11/08/2023

By Order of the Board of Directors
 Arun Kejriwal
 Managing Director
 DIN:-00687890

EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013 ("The Act")

ITEM NO. 3

The Board of Directors, at its Board Meeting held on 30.09.2022 has, subject to the approval of members, re-appointed Mr. Arun Kejriwal as Managing Director of the Company for a period of three years w.e.f. 30.09.2022 on such terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board and approved by the Board.

Mr. Arun Kejriwal being the promoter of the Company is associated with the Company since its Incorporation. He has always devoted his full time and effort towards the functioning of the Company and has remained associated with it in every ups and downs of the Company. He has years of vast and rich experience in the area of business in which the company deals. Thus on the basis of performance evaluation done by the Nomination and Remuneration Committee of the Board as per the criteria formulated by them and on finding his performance satisfactory, Board is of the view that his continuation with the Company as Managing Director would be beneficial for achieving new heights and success.

Mr. Arun Kejriwal is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

Brief resume of Mr. Arun Kejriwal, and other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, and applicable regulations of the SEBI Listing Regulations are annexed to this Notice.

According to the provisions of section 196 of the Companies Act, 2013 ("the Act"), no company shall appointment or re-appoint any person as its Managing Director unless it is approved by the members of the Company in general meeting. It is proposed to seek members' approval for re-appointment and remuneration payable to Mr. Arun Kejriwal as Managing Director of the Company by way of passing Special Resolution in terms of applicable provisions of the Act.

Information pursuant to Schedule V to the Act:

General Information	
1. Nature of Industry	Engaged in the business of share trading and finance and investment
2. Date or expected date of commencement of commercial production	Not applicable as it is existing company.
3. Financial performance	Company has incurred loss in the last financial year
Information about the appointee:	
1. Background details	Mr. Arun Kejriwal is the promoter and one of the most active member to the board of Vikalp Securities Limited since its incorporation in 1986.
2. Past remuneration	Remuneration in the past 3 years: 2019-2020- RS. 192000 2020-2021- Rs. 192000 2021-2022- Rs. 192000
3. Recognition or awards	Not applicable
4. Job profile and his suitability	Mr. Arun Kejriwal plays a major role in providing thought leadership and strategic inputs to the company.
5. Remuneration proposed	Rs. 35000 per month

Vikalp Securities Ltd.

6. Comparative remuneration profile with respect to industry, size of company, profile of the position and person
7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

The remuneration payable to Mr. Arun Kejriwal has been benchmarked with remuneration being drawn by similar positions by finance and investment industries and has been considered by the Nomination and Remuneration Committee of the company at their meeting held on 30.09.2022

He has no pecuniary relationship with company either directly or indirectly except receiving rent of registered office on arms length basis, receiving remuneration and shareholding in the company.

Is in relation to Mrs. Sonali Kejriwal, CFO of the company

Other information:

1. Reasons of loss or inadequate profits
2. Steps taken or proposed to be taken for improvement
3. Expected increase in productivity and profits in measureable terms

The performance of the company in the last few years has been impacted due to slow down in Global and Indian economics. The situation has been aggravated further due to downtrend in financial sector.

The Company will remain committed to generating superior returns for its stakeholders with this objective in mind company has entered into the commodity market. Due to adverse impact in the financial sector Vikalp's profits are adversely affected but it expecting to grow in near future.

Mr. Arun Kejriwal is interested in the resolution set out at item No. 2 and 3 of the Notice. Mrs. Sonali Kejriwal, being related to Mr. Arun Kejriwal may be deemed to be interested in the said resolution.

The other relatives of Mr. Arun Kejriwal may be deemed to be interested in the said resolution to the extent of their shareholding interest in the Company, if any. Save and except the above, none of the Directors and/or Key Managerial Personnel of the Company and their relatives, in any way, concerned or interested in the said resolution, financially or otherwise.

The Board recommend the Special resolution set out at Item No. 3 of the Notice for approval by the members.

Place : Kanpur

Date : 11/08/2023

By Order of the Board of Directors

Arun Kejriwal
Managing Director
DIN:-00687890

BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT IN ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2022-23

Name of the Director	Sonali Kejriwal
Din	07137327
Category	Non-Executive and Non-Independent Director
Date of Birth	07/06/1989
Age	34
Nationality	Indian
Date of Appointment on the Board	Appointed on 28th March, 2015 in the Board Meeting and regularized in the Annual General Meeting of the company of the financial year 2014-2015
Qualification	Bachelor of Technology

Detailed Profile and Expertise in specific functional area

She is the youngest member who has joined the Company as part of the Board of Directors in the year 2015. She has very strong command over mathematics and accounts, which would be helpful to the Board of Directors while carrying out detailed analysis of the financial statement of the company. Besides that the company is hopeful that she will bring into the company new and young and innovative ideas to strengthen the position and goodwill of the company which coupled with the experienced board members will help company achieving new heights.

Number of shares held in the company	10000
Number of Meetings of Board of Directors of the Company attended during the year	5
Names of listed entities in which person also holds the directorship	Nil
As per regulation 36 of SEBI (LODR) regulations, brief resume shall mention the name of the listed entities from which the person as resigned in past 3 years	Nil
Relationship between Directors inter-se and Key Managerial Personnel	She is the daughter of Mr. ArunKejriwal, Managing Director of the company, besides that not related to any other director or key managerial personal
Remuneration Last Drawn	N.A.
Details of Remuneration to be paid	N.A.

BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT IN ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2022-23

Name of the Director	Arun Kejriwal
Din	00687890
Category	Executive and Non Independent Director being Managing Director of the Company
Date of Birth	23/08/1958
Age	65
Nationality	Indian
Date of Appointment on the Board	Promoter of the Company Appointed w.e.f 28-02-1986 as Director of the Company
Qualification	Commerce Graduate
Detailed Profile and Expertise in specific functional area	He has wide knowledge and deep insight into security market and practical experience in the business field having deep insight into security market, He will be in better position to guide an advocate on various relevant issue concerning to Company.

Number of shares held in the company	1077100
Number of Meetings of Board of Directors of the Company attended during the year	He was present in all the 7 Board Meetings held during the year
Names of listed entities in which person also holds the directorship	Nil
As per regulation 36 of SEBI (LODR) regulations, brief resume shall mention the name of the listed entities from which the person as resigned in past 3 years.	Nil
Relationship between Directors inter-se and Key in the Managerial Personnel	Father of Mrs. Sonali Kejriwal, who is also a Director Company, besides that he is not related to any other Director or their relatives.
Terms and Conditions of Re-Appointment	As per Explanatory Statement
Remuneration Last Drawn	Rs. 192000/- per annum
Details of Remuneration to be paid	Rs. 35000/- per month