

# L&T Investment Management Limited

Regd. Office: Brindavan, Plot No. 177, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400098

CIN: U65991MH1996PLC229572; E-mail: secretarial@ltfs.com

Website: [www.ltfs.com](http://www.ltfs.com) Phone no.: +91 22 6212 5000 Fax: +91 22 62125553

## Notice of the Twenty Fifth Annual General Meeting

**Notice** is hereby given that the **Twenty Fifth Annual General Meeting** ("AGM") of the Members of **L&T Investment Management Limited** will be held on Wednesday, June 30, 2021 at 11.00 a.m. at the registered office of the Company at Brindavan, Plot No. 177, C.S.T Road, Kalina, Santacruz (East) Mumbai - 400 098 to transact the following business:

### Ordinary Business:

1. To consider and adopt the audited financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2021.
2. To appoint a director in place of Ms. Anisha Motwani (DIN: 06943493), who retires by rotation, and being eligible, offers herself for re-appointment.
3. To appoint M/s. B.K. Khare & Co., Chartered Accountants, as the Statutory Auditors of the Company and to pass the following resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions, if any, the Company hereby appoints M/s. B.K. Khare & Co., Chartered Accountants (ICAI Registration No. 109982W), as the Statutory Auditors of the Company in place of the existing Statutory Auditors of the Company, i.e. M/s. Sharp & Tannan (who have completed first term of 5 consecutive years as per the requirements of the Act), for the first term of 5 (five) consecutive years to hold office from the conclusion of the Twenty Fifth Annual General Meeting ("AGM") till the conclusion of the Thirtieth AGM.

**RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof), be and is hereby authorised to decide and finalise the terms and conditions of appointment (including remuneration) and to do all such other acts, matters, deeds and

things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto."

By Order of the Board of Directors  
For **L&T Investment Management Limited**

**Krishi Jain**  
**Company Secretary**  
**ACS-57527**

**Date:** June 8, 2021

**Place:** Mumbai

### Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TWENTY FIFTH ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to Section 105 of the Companies Act, 2013 ("the Act") and Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member. The instrument appointing a proxy should, however, be deposited at the registered office of the Company not later than forty-eight hours before the commencement of the AGM. Further, the proxy holder shall carry a valid proof of identity at the AGM.

2. Members are requested to intimate change, if any, in their address to the Company at its registered office.
3. Proxy registers shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting. Inspection shall be allowed between 9.00 a.m. and 6.00 p.m.
4. The Members are requested to bring their copy of the Annual Report to the AGM.
5. Corporate Members intending to send their authorised representative(s) to attend the AGM

are requested to send a duly certified copy of the Board Resolution authorising their representative(s) to attend and vote at the AGM.

6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Members/ Proxies should fill the Attendance Slip for attending the AGM.
8. All documents referred to in the Notice, if any, are available for inspection at the registered office on any working day of the Company, between 9.30 a.m. to 6.00 p.m. from the date of dispatch of the Notice up to and including the date of the AGM and at the AGM venue.
9. Additional information of Director seeking re-appointment at the ensuing AGM, as required under Clause 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), is annexed to the Notice.

**Additional information of a Director seeking re-appointment at the Twenty Fifth Annual General Meeting pursuant to SS-2:**

<b>Name of the Director</b>	<b>Ms. Anisha Motwani (DIN: 06943493)</b>
<b>Date of Birth/age</b>	June 21, 1963 (57 years)
<b>Qualifications</b>	MBA from University of Rajasthan BSc. from Sophiya College, Ajmer
<b>Date of appointment on the Board</b>	April 10, 2017
<b>Remuneration (a) sought to be paid (b) last drawn</b>	Sitting fees as approved by the Board <sup>(1)</sup>
<b>Experience/ Brief Profile</b>	Ms. Anisha Motwani comes with a rich experience of over 28 years in diverse industries - advertising, auto-manufacturing, financial and health services. She is known for her exceptional ability to turn fresh insight into actionable consumer propositions. She is credited with transforming some somber categories into vibrant ones with her deep understanding of consumer behaviour and preferences. She also comes with rich, hands-on experience in digital transformation initiatives of complex, traditional brick and mortar industries and has authored several articles on the subject.

<b>Name of the Director</b>	<b>Ms. Anisha Motwani (DIN: 06943493)</b>
	She is the author of Storm the Norm - first-of-its-kind collection of contemporary stories of truly inspiring businesses and brands from India that either wrote or rewrote the norms of their respective industries and brought in unprecedented change and vibrancy. She has been associated as an advisor with the World Bank on the prestigious 'Swachh Bharath programme' & 'National Mission for clean Ganga' and also as the strategic advisor to the Max Group of companies guiding them on key brand and digital transformation projects across several lines of businesses.  In recognition of her achievements, she was voted as one of the '50 Most Powerful Women in Indian Business' by Business Today for three consecutive years since 2009. She has also been recognized amongst the 'Top 50 Women in Media, Marketing and Advertising' by Impact & Colors for 4 consecutive years since 2011. She has been conferred 'Women at Work Leadership Award 2011' by Asian Confederation of Business and 'Marketer of the year' award by NDTV amongst many others.
<b>Terms and conditions of appointment/reappointment</b>	Appointed as a Director liable to retire by rotation.
<b>Directorship held in other Companies (excluding foreign companies) as on date</b>	<ol style="list-style-type: none"> <li>1. Prataap Snacks Limited</li> <li>2. Welspun India Limited</li> <li>3. Abbott India Limited</li> <li>4. Angel Broking Limited</li> <li>5. Somany Home Innovation Limited</li> <li>6. Star Health and Allied Insurance Company Limited</li> <li>7. Dvara Kshetriya Gramin Financial Services Private Limited</li> </ol>

Name of the Director	Ms. Anisha Motwani (DIN: 06943493)
<b>Memberships of committees across companies (only Statutory Committees as required to be constituted under the Act considered)</b>	<p><b>A. Audit Committee</b></p> <ol style="list-style-type: none"> <li>Prataap Snacks Limited</li> <li>Abbott India Limited (Chairperson)</li> <li>Star Health and Allied Insurance Company Limited</li> <li>Somany Home Innovation Limited</li> <li>Welspun India Limited</li> </ol> <p><b>B. Nomination and Remuneration Committee</b></p> <ol style="list-style-type: none"> <li>Abbott India Limited</li> <li>Star Health and Allied Insurance Company Limited</li> <li>Dvara Kshetriya Gramin Financial Services Private Limited</li> <li>Angel Broking Limited</li> <li>Welspun India Limited</li> </ol> <p><b>C. Stakeholders Relationship Committee</b></p> <ol style="list-style-type: none"> <li>Prataap Snacks Limited</li> <li>Abbott India Limited</li> <li>Angel Broking Limited</li> </ol> <p><b>D. Corporate Social Responsibility Committee</b></p> <ol style="list-style-type: none"> <li>Prataap Snacks Limited (Chairperson)</li> <li>Abbott India Limited</li> <li>Star Health and Allied Insurance Company Limited (Chairperson)</li> </ol>
<b>Shareholding in the Company (Equity)</b>	Nil

Name of the Director	Ms. Anisha Motwani (DIN: 06943493)
<b>Relationship with other Directors / Manager / Key Managerial Personnel</b>	None
<b>Number of Board meetings attended during the FY 2020-21</b>	All meetings (i.e. four out of four Meetings)

<sup>(1)</sup> For the details pertaining to the remuneration last drawn, please refer the Board's Report.

By Order of the Board of Directors  
For **L&T Investment Management Limited**

**Krishi Jain**  
Company Secretary  
ACS-57527

**Date:** June 8, 2021

**Place:** Mumbai

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## ATTENDANCE SLIP

### TWENTY FIFTH ANNUAL GENERAL MEETING – WEDNESDAY, JUNE 30, 2021 AT 11.00 A.M.

(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

Folio No. : .....

DP ID & Client ID : .....

Name : .....

Address : .....

.....

**I certify that I am a registered member/proxy for the registered member of the Company.**

**I hereby record my presence at the Twenty Fifth Annual General Meeting of the Company** at Brindavan, Plot No. 177, C.S.T Road, Kalina, Santacruz (East), Mumbai – 400 098 on Wednesday, June 30, 2021 at 11.00 a.m.

.....  
First / Sole holder / Proxy

.....  
Second holder / Proxy

.....  
Third holder / Proxy

.....

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## PROXY FORM Form No. MGT-11

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

Name of the member(s) : .....

Registered address : .....

E-mail ID : .....

Folio No. : .....

DP ID & Client ID : .....

**I/We, being the member(s) of ..... shares of the above named company, hereby appoint:**

(1) Name: .....  
Address: .....  
E-mail Id: .....Signature ....., or failing him/her

(2) Name: .....  
Address: .....  
E-mail Id: .....Signature ....., or failing him/her

(3) Name: .....  
Address: .....  
E-mail Id: .....Signature .....

**as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Fifth Annual General Meeting of the Company, to be held on Wednesday, June 30, 2021 at 11.00 a.m. at Brindavan, Plot No. 177, C.S.T Road, Kalina, Santacruz (East), Mumbai – 400098 and at any adjournment thereof in respect of such resolution as are indicated below:**

### Ordinary Business:

1. Adoption of audited financial statements for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.
2. Appointment of a Director in place of Ms. Anisha Motwani (DIN: 06943493), who retires by rotation and being eligible offers herself for re-appointment.
3. Appointment of M/s. B.K. Khare & Co., Chartered Accountants, as the Statutory Auditors of the Company.

Signed this \_\_\_\_\_ day \_\_\_\_\_ of 2021.

.....  
Signature of Member

Affix revenue  
stamp of Re. 1

.....  
First / Sole holder / Proxy

.....  
Second holder / Proxy

.....  
Third holder / Proxy

**Note:**

**1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.**