



ADITYA BIRLA MONEY LIMITED

[formerly Apollo Sindhoori Capital Investments Ltd.]

Registered Office: Ali Towers, No. 55 Greaves Road, Chennai 600 006

Notice is hereby given that the **Fourteenth** Annual General Meeting of the Members of **Aditya Birla Money Limited** will be held on Monday, the 28th day of June 2010 at 3.00 P.M, at 'P Obul Reddy Hall', c/o. Vani Mahal, No.103, G.N. Chetty Road, T. Nagar, Chennai - 600 017, to transact, with or without modification(s), as may be permissible, the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2010 and Profit and Loss Account for the year ended 31st March 2010 along with the schedules forming part of the accounts and the notes thereto, the Cash Flow Statement, and the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Pankaj Razdan who is retiring by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

"RESOLVED THAT in conformity with the provisions of Section 224 and other applicable provisions, if any of the Companies Act, 1956, M/s. S. R. Batliboi & Associates, Chartered Accountants, Mumbai, be and is hereby appointed as the Statutory Auditors of the Company to hold office as such from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, at such remuneration as may be decided by the Board/Audit Committee of the Board, plus reimbursement of out of pocket expenses as may be incurred in the performance of their duties (excluding service tax, if any)."

SPECIAL BUSINESS

4. To consider, and if thought fit, to pass with or without modification(s) following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 198, 269 and 309 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, as amended from time to time, consent of the Company, be and is hereby accorded to the appointment of Mr. Kanwar Vivek, as the "Managing Director" of the Company with effect from January 4, 2010 for a period of three years, without remuneration, and shall not be subject to retirement by rotation, so long as Mr. Kanwar Vivek functions as the Managing Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to alter the terms and conditions of appointment including remuneration if any, and do all such other acts, deeds and things as may be deemed necessary or desirable and permissible under the applicable law in connection with or incidental to the appointment of Mr. Kanwar Vivek, as Managing Director of the Company"

By the Order of the Board

Nithya Pasupathy
Company Secretary

Place : Chennai
Date : April 23, 2010

NOTES:**1. APPOINTMENT OF PROXY**

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

2. PROXY OF AUTHORISED REPRESENTATIVES

A person shall be entitled to vote at the Annual General Meeting as a Proxy of authorised representative of any body corporate, only if a form alongwith copy of the resolution appointing authorised representative of that body corporate shall have been deposited at the Registered Office of the Company, not less than 48 hours before the scheduled time of the commencement of the meeting.

3. An Explanatory Statement pursuant to Section 173 of the Companies Act, 1956 in respect of the item no. 4 of the Notice set out above is annexed hereto.
4. The Register of Member and Share Transfer Books of the Company will remain closed from June 18, 2010 to June 28, 2010 (both days inclusive).
5. Documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days, except Saturdays, between 10.00 and 12 Noon upto the date of the Annual General Meeting.
6. Members/Proxies should bring their attendance slip sent herewith, duly filled in, for the attending the meeting.

ANNEXURE TO THE NOTICE**Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956****Item No. 4**

In accordance with the provisions of Section 269 read with Schedule XIII of the Companies Act, 1956, the Board of Directors had appointed Mr. Kanwar Vivek as Managing Director of the Company with effect from January 4, 2010 for a period of 3 years, without remuneration, and shall not be subject to retirement by rotation, so long as Mr. Kanwar Vivek functions as the Managing Director of the Company.

Mr. Kanwar Vivek is on the Board of the Company since September 23, 2008 and is also a Designated Director for compliance with stock broking regulations. Mr. Kanwar is a graduate in Economics from Delhi University and holds a Post Graduate Diploma in Management from Institute of Management Technology, Ghaziabad. Mr. Kanwar has over 20 years of experience in the Financial Services and Office Automation sectors.

Considering the background, experience and the future plans of the Company, the Board of Directors recommends the resolution set out at Item No. 4 for the approval of the members.

The resolution along with the above explanatory details may be treated as an abstract relating to the terms of his applicant to the shareholders under section 302 of the Companies Act, 1956.

None of the Directors of the Company, except Mr. Kanwar Vivek since it relates to his appointment, is in any way, concerned or interested in the said resolution.

By the Order of the Board

Nithya Pasupathy
Company Secretary

Place : Chennai
Date : April 23, 2010

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Details of Directors seeking appointment / re-appointment in the Annual General meeting to be held on June 28, 2010 pursuant to clause 49 of the Listing Agreement

Name of the Director	Pankaj Razdan	Kanwar Vivek
Date of Birth	16th November 1968	16th August 1963
Date of Appointment	23 rd September 2008	23 rd September 2008
Qualification	B.Tech (Electronics)	P.G.D.B.M
Expertise in specific functional area	Strategy & Operations. Dy. CEO Financial Services – Aditya Birla Group	Business Executive
List of other Public Limited Companies (in India) in which Directorships are held	1. Aditya Birla Commodities Broking Ltd 2. Aditya Birla Money Mart Ltd 3. Birla Sun Life Asset Management Company Limited 4. Aditya Birla Financial Shared Services Limited	1. Aditya Birla Commodities Broking Ltd 2. Aditya Birla Money Insurance Advisory Services Ltd
Chairman/Member of the Committee of the Board of Directors of the Company	Shareholder Grievance Committee – Member	—
Chairman/Member of the Committee of the Board of Directors of other Company in which he is Director	—	—