

Notice

NOTICE is hereby given that the Seventeenth Annual General Meeting of the members of Inventure Growth & Securities Limited will be held on 27th September, 2012 at 11:00A.M at Monica Arcade Hall, Subhash Lane, off. Daftary Road, Malad (East) Mumbai -400097 to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2012, the Profit & Loss Account for the Financial Year ended as on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Shri Arun N. Joshi, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a director in place of Shri Ajay Khera, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a director in place of Shri Deepak N. Vaishnav, who retires by rotation and, being eligible, offers himself for re-appointment.
5. To re-appoint Auditors M/s. PHD & Associates, Chartered Accountants, the retiring auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

6. To consider, and if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED THAT pursuant to the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification(s) thereto or any reenactment(s) thereof for the time being in force), Shri. Harilal B. Rita, who was appointed as an Additional Director by the Board of Directors of the Company with effect from 29th February 2012 in terms of provisions of Section 260 and any other applicable provisions, if any, of the Companies Act, 1956 (the "Act") and whose term of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
7. To consider, and if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:
RESOLVED THAT pursuant to the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification(s) thereto or any reenactment(s) thereof for the time being in force), Shri. Dilip-C. Shah, who was appointed as an Additional Independent Director by the Board of Directors of the Company with effect from 29th February 2012 in terms of provisions of Section 260 and any other applicable provisions, if any, of the Companies Act, 1956 (the "Act") and whose term of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

By order of the Board of Directors
 For Inventure Growth & Securities Limited

Bhavi Gandhi
 Company Secretary

Place: Mumbai
 Date: 14.08.2012



EXPLANATORY STATEMENT IN RESPECT OF ITEM NO.6 and 7 OF THE NOTICE PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956.**Item No. 6:**

The Board of Directors of the company appointed Mr. Harilal B. Rita as an Additional Director on the Board of the Company, with effect from 29th February 2012, in terms of Section 260 of the Companies Act, 1956. Shri. Harilal B. Rita holds office upto the date of the ensuing Annual General Meeting.

The Board recommends for approval, the special Resolution as set out in Item No. 6 of the Notice.

None of the Directors of the Company, except Shri. Harilal B. Rita is concerned or interested in this item of Business.

Item No. 7:

The Board of Directors of the company appointed Shri. Dilip C. Shah as an Additional Independent Director on the Board of the Company, with effect from 29th February 2012, in terms of Section 260 of the Companies Act, 1956. Shri. Dilip C. Shah holds office upto the date of the ensuing Annual General Meeting.

The Board recommends for approval, the special Resolution as set out in Item No. 7 of the Notice.

None of the Directors of the Company, except Shri. Dilip C. Shah is concerned or interested in this item of Business.

By the order of the Board of Directors,



Mrs. Bhavi R. Gandhi
(Company Secretary)

NOTES :

1. The explanatory statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of the special business is annexed hereto. The Details in respect of Item No. 6 & 7 above, as required under Clause 49 of the Listing Agreement are annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
3. Members/Proxies should bring the enclosed attendance Slip duly filled in, for attending the Meeting, along with the Annual Report.
4. 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 in terms of Section 187 of the Companies Act, 1956.
5. The Register of Members and Share Transfer Books will remain closed from 23.09.2012 to 27.09.2012 (both days inclusive) for the purpose of Annual General Meeting
6. Members are requested to notify changes, if any, in their addresses to their depository participants in respect of their holding in electronic form and to Registrar and Share Transfer Agents (RTA's) of the Company, LINKINTIME INDIA PRIVATE LIMITED in respect of their holding in physical form.
7. Members Holding Shares in Physical form may obtain the Nomination form from the Company's Registrar & Share Transfer Agent
Members holding Shares in electronic form may obtain the Nomination forms from their respective Depository Participants.
8. Members desiring any information/clarification on the accounts are requested to write to the Company at least 10 days in advance, so as to enable the management to keep the information ready at the Annual General Meeting.
9. Should any assistance be desired/clarification be sought, you may write to the Company Secretary and Compliance Officer at "Inventure Growth & Securities Limited", 2nd Floor, Viraj Towers, W. E. Highway, Near Landmark Building, Andheri- East, Mumbai 400 069.
10. The Company has designated an exclusive e-mail id viz. investorgrievances@inventuregrowth.com to enable investors to register their complaints/queries, if any.
11. To support the green initiative of the Ministry of Corporate Affairs in full measure, members are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants Members who hold shares in physical form are requested to register their e-mail addresses with the Company's Registrars, M/s. Link Intime India Pvt. Ltd. at the address mentioned in point No. _ of this section.



**INFORMATION OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT PURSUANT TO
 CLAUSE 49 OF THE LISTING AGREEMENT**

Name	Shri Arun N. Joshi	Shri Deepak N Vaishnav	Shri Ajay Khera
Date of Birth	08 th October 1941	27 th August 1964	7 th December 1955.
Date of Appointment	24 th December 2009	24 th December 2009	24 th December 2009
Qualifications	M.Sc., CAIIB	Chartered Accountant	M.sc (Hons.) in Bio Chemistry; -Diploma in International Marketing; -Diploma in Industrial Purchasing and Materials Management; -Advance diploma in German language; -Fellow of Chartered Institute of Logistics and Transport; -Member of Institute of Materials Management, United Kingdom.
Directorship held in other Companies	NIL	Inventure Finance Private Limited	Horizon Country Wide Logistics limited. Fastlane Distriparks &logistics Limited. Chiplun FTWZ Private Limited.
Brief Profile covering experience achievements etc.	Mr. Arun N. Joshi, 70 years, is a M.Sc. and a CAIIB. He is the Non Executive&Indepe ndent Director of our Company. He has vast experience in the area of Banking and Finance. He has worked with the State Bank of India for a period of 35 years, in various capacities, in India and abroad. During his long stint with SBI, he gained knowledge and expertise in various areas such as Credit	Mr. Deepak M. Vaishnav, 47 years, is the Non Executive and Independent Director of our Company. He is a Chartered Accountant by profession. He has a vast experience of 19 years in the fields of business process re-engineering, computerisation of processes, ERP evaluation, implementation and post production support, ERP due diligence, providing functional, technical and strategic support to various teams working on various projects in diverse industries like stock exchange, finance, real estate, telecommunication,	Mr. Ajay Kher a, 56 years, is the Non executive and Independent Director of our Company. His qualifications include:- -M.sc (Hons.) in Bio Chemistry; -Diploma in International Marketing; -Diploma in Industrial Purchasing and Materials Management; -Advance diploma in German language; -Fellow of Chartered Institute of Logistics and Transport; -Member of Institute of Materials Management, United Kingdom. -He has around 29 years of experience in warehousing and

	Appraisal and follow up, N.P.A. Management, Forex Operations, Planning and Control and Reorganisation of Bank's Structure etc. He has also served as an executive Director of Bombay Stock Exchange Ltd for 3 years Mr. Joshi has also served as a director of Central Depository Services Limited and as a member of various committees including the audit committee and the Finance & Accounts committee for a period of 3 years and also served as a director on the board of BOI Shareholding Limited, the clearing house of BSE, for a period of 3 years.	banking, government financials, IT consulting, insurance and investments, process manufacturing, retail etc. at different locations in India and abroad. He represents Tata Consultancy Services at various academic premium institutions and he has conducted various trainings programmes on project management, Oracle applications and finance for variety of audiences across Tata Consultancy Services' offices.	logistics. He stands credited with outstanding services and contributions towards the growth of hi-tech Jawaharlal Nehru Port, by the Jawaharlal Nehru Port Trust and stands conferred with JPI's Rajiv Gandhi Memorial Shipping Performance Award – 1996 for special services for outstanding contribution for promoting of shipping trade at JNPT, Navi Mumbai.
Shares held in the Company	Nil	Nil	Nil



By the order of the Board of Directors,

Mrs. Bhavi R. Gandhi
(Company Secretary)