SecUR Credentials

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India's first background screening company listed on NSE Emerge.

04th September, 2018

To,
The Manager,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051.

Scrip: SECURCRED

Dear Sir/Madam,

Sub: Notice of 17th Annual General Meeting of our Company

In Compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we are submitting herewith the Notice of 17th Annual General Meeting of our Company, which is being sent to the shareholders.

Request you to take the same on your record.

For SecUR Credentials Limited

Vipul Bhoy
Company Secretary

Encl: a/a.

NOTICE

Notice is hereby given that the 17th Annual General Meeting of SecUR Credentials Limited will be held on Thursday, the 27th day of September, 2018 at 11:00 a.m. at 'Tunga International, 6th Floor, MIDC, Opp. Marol Bus Depot, Andheri (East), Mumbai – 400 093 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, 2018 along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Shibani Belwalkar (DIN: 07733285), who retires by rotation and being eligible, offers herself for re-appointment.
3. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/s. B. M. Parekh & Co., Chartered Accountants (Firm Registration No.107448W), Mumbai, be and are hereby appointed as the Statutory Auditors of the Company for a term of 5 consecutive years commencing from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty-second AGM of the Company to be held in the year 2023, at such remuneration plus applicable tax, and out of Pocket expenses, as may be mutually agreed between the Board of Directors and the Statutory Auditors of the Company."

For and on behalf of the Board of Directors
SecUR Credentials Limited

Rahul Belwalkar
Managing Director
DIN: 02497535

Registered Office:
Plot no. G-4, MIDC Cross Road A,
Andheri (East), Mumbai – 400093.

Date: 27th August, 2018
Place: Mumbai

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of himself and a Proxy need not be a member.**
2. The instrument appointing a proxy must be deposited, either in person or through post, with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
3. 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. 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 a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.
4. The Register of Members and Transfer Books of the Company will remain closed from Saturday, 22nd September, 2018 to Thursday, 27th September, 2018 (both days inclusive).
5. Pursuant to sections 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder, the Notice calling the Annual General Meeting along with the Annual Report 2017-18 would be sent by electronic mode to those Members whose e-mail addresses are registered with the Depository or the Company/RTA,unless the Members have requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies would be sent by the permitted mode.

6. Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with RTA (in case of Shares held in physical form).

7. All Members are requested to:

   i. Intimate immediately any change in their address to Company's Registrar and Share Transfer Agent.

   ii. Send all correspondence relating to transfer and transmission of shares to Registrar and Transfer Agent and not to the Company. Quote their Folio No./Client ID No. in their correspondence with the Registrar and Share Transfer Agent.

   iii. Send their queries related to accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.

   iv. Intimate Registrar and Share Transfer Agent for consolidation of folios, in case having more than one folio.

   v. Bring their copies of annual report and attendance slip with them at the meeting.

   vi. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank detail, mandates, nominations, power of attorney etc. to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in Company's records which will help the Company and its Registrars and Transfer Agents to provide efficient and better service to the Members. Members holding share in physical form, if any; are requested to advice such changes to the Company's Registrar and transfer agents. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares. Members can contact the Company's Registrar & Transfer Agent.

8. Mrs. Niyati Mehta, Practicing Company Secretary (Membership No. A30507) has been appointed as the Scrutiniser to scrutinise the voting process in a fair and transparent manner.

9. In compliance with the provisions of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services Limited (CDSL) on all resolutions set forth in this Notice, through remote e-voting.

10. The facility for voting through Ballot shall be made available at the meeting to the Members who have not cast their vote through remote e-voting and are eligible to vote at the Annual General Meeting.

11. However, Members can opt for only one mode of voting i.e. either by ballot at AGM or e-voting. If the members opt for e-voting, then they should not vote by ballot at AGM and vice-e-versa. However, in case members cast their vote by ballot and e-voting, then voting done through e-voting shall prevail and voting done by ballot will be treated as invalid.

12. The instructions for shareholders voting electronically are as under:

   i. The voting period begins on Monday, 24th September, 2018 at 9.00 a.m. and ends on Wednesday, 26th September, 2018 at 5.00 p.m. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

   ii The shareholders should log on to the e-voting website www.evotingindia.com.

   iii. Click on Shareholders.

   iv. Now Enter your User ID

      a. For CDSL: 16 digits beneficiary ID,

      b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

      c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

   v. Next enter the Image Verification as displayed and Click on Login.

vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

vii If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

viii. After entering these details appropriately, click on "SUBMIT" tab.

ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xi. Click on the EVSN for the relevant Company i.e. SecUR Credentials Limited on which you choose to vote.

xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xvi. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xvii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xviii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Windows and Apple smart phones. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xix. Note for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

ADDITIONAL INFORMATION ON ITEM NO.3

M/s. B. M. Parekh & Co., Chartered Accountants (FRN: 107448W) were appointed by Members as the Statutory Auditors of the Company vide ordinary resolution passed by way of Postal Ballot, to fill the casual vacancy caused due to resignation of M/s. Chetan P. Shah & Co., Chartered Accountants, Mumbai during the year under review.

M/s. B. M. Parekh & Co., Chartered Accountants shall hold the office till the conclusion of ensuing Annual General Meeting viz. 17th Annual General Meeting.

Pursuant to Section 139 of the Companies Act, 2013 and the Rules made thereunder, and subject to approval of the shareholders in the ensuing Annual General Meeting, the Board of Directors in its meeting held on 27th August, 2018, proposed the appointment of M/s. B. M. Parekh & Co., Chartered Accountants (FRN: 107448W) as the Statutory Auditors for the term of five consecutive years commencing from the conclusion of 17th AGM till the conclusion of 22nd AGM.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

Copy of all the documents mentioned herein above, would be available for inspection by the shareholders at the Registered Office of the Company between 11.00 a.m. and 5.00 p.m. on all working days except Saturdays & Sundays from the date hereof up to the date of the AGM.

None of the Directors and Key Managerial Personnel and their relatives are Financially or otherwise concerned or interested in the resolution.

INFORMATION OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 17TH ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	Mrs. Shibani Rahul Belwalkar
Director Identification Number (DIN)	07733285
Designation	Director
Date of Appointment	13/02/2017
Date of Birth	26/02/1974
Qualification	Mrs. Shibani Belwalkar holds a doctor of philosophy in Management studies degree from Narsee Monjee Institute of Management Studies, Mumbai. She Holds a Master's degree in Management studies and Bachelor's degree in Commerce from Mumbai University.
Expertise in specific functional areas	Mrs. Shibani Belwalkar has over 19 years of experience in workplace cultures as a part of Human Resource services with senior roles at Kotak Mahindra Bank, Thomas Cook and Tata Finance. She was also employed with SVKM's Narsee Monjee Institute of Management Studies as an Adjunct Assistant Professor. She has worked with various organizations to help them, articulate value based behaviors and worked with senior management teams on elevating and inspiring behavior to help organizations become more value-based and human oriented.
Relationship between Directors inter-se	Mr. Rahul Belwalkar, Managing Director, is husband of Mrs. Shibani Rahul Belwalkar
Directorship held in other listed Companies	NIL
Membership/Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholders Relationship Committee)	NIL
Shareholding in the Company	2,05,286 Equity Shares (4.20%)

For and on behalf of the Board of Directors
SecUR Credentials Limited

Rahul Belwalkar
Managing Director
DIN: 02497535

Registered Office:
Plot no. G-4, MIDC Cross Road A,
Andheri (East), Mumbai – 400093.

Date: 27th August 2018
Place: Mumbai

Route Map to the AGM Venue

