



## NOTICE

**NOTICE** is hereby given that the Fourth Annual General Meeting (AGM) of P. N. GADGIL & SONS LIMITED (the Company) will be held at S. No. 37/1 & 37/2 near Lokmat New Paper, Vadgaon, Khurd, Pune- 411041 on Friday, 09<sup>th</sup> July, 2021 at 12:30 PM to consider and transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements of the Company for the financial period ended 31<sup>st</sup> March 2021 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Renu Govind Gadgil (DIN: 07412955), who retires by rotation and being eligible offers herself for re-appointment.

Date: 07/06/2021  
Place: Pune

**By Order of the Board of P. N. Gadgil and Sons Ltd**

Sd/-  
Apurva Parai  
**Company Secretary**  
Flat No. 4, Building No. 17  
Konark Aangan,  
Opp. Chintamani Nagar Part – II,  
Bibvewadi, Pune - 411037  
M. No. A32972

### **P. N. Gadgil & Sons Limited**

**Address:** Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK), Sinhgad Road Pune 411041, Maharashtra, India  
**CIN:** U36911PN2017PLC173262 **Contact:** 020-24612000, 020-67520200 **Email:** info@pngadgilandsons.com  
**Website:** www.pngadgilandsons.com.

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. 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 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 PERSON OR MEMBER. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/ AUTHORITY, AS APPLICABLE. A COPY OF PROXY FORM HAS BEEN ENCLOSED HEREWITH.
2. Members desiring any information as regards the accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.
3. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the financial period ending 31<sup>st</sup> March, 2021 are being sent by e-mail to those Members who have registered their e-mail address with the Company, unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode. The Company requests those Members who have not yet registered their e-mail addresses, to register the same directly with their DP's, in case shares are held in electronic form or with the Company, in case shares are held in physical form.
4. Relevant documents referred to in the Notice, Register of Directors / Key Managerial Personnel (KMP) and their shareholding maintained under Section 170 of the Companies Act 2013 and Register of Contracts maintained under Section 189 of the Companies Act 2013 and other relevant registers and the copies of agreement i.e. Letter of appointment as mentioned in Section 190 are available for inspection by the members at the Registered Office of the Company during normal business hours on working days up to the date of the Annual General Meeting.

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5. Details of Director retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the Annexure to the Notice.
6. The detailed address of venue of meeting with route map and nearest landmark is attached herewith.
7. Members are requested to notify the Company immediately the changes, if any, in the address in full with the postal area, pin code number, quoting their folio no. to the Company for shares held in physical form and/or to Company's Registrar and Share Transfer Agent, 'LINK INTIME INDIA PRIVATE LIMITED' at 247 Park, C – 101, 1st Floor, L.B.S. Marg, Vikhroli – (West) Mumbai – 400 083 and to their respective Depository Participants (DP) for shares held in electronic form.
8. Members / proxies should carry valid ID proof such as PAN, Voter ID, Passport, Driving License, Aadhar card etc. along with duly filled Attendance Slip enclosed herewith for attending the meeting.
9. Members are requested to produce the attendance slip duly signed as per the specimen signature recorded with the Company, for admission to the meeting venue.
10. Members may also note that the notice of the 4<sup>th</sup> Annual General Meeting and the Annual Report will be available on the Company's website [www.pngadgilandsons.com](http://www.pngadgilandsons.com).
11. In case of joint holders attending the AGM, 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.

Date: 07/06/2021

**By Order of the Board of P. N. Gadgil and Sons Ltd**

Place: Pune

Sd/-

Apurva Parai

**Company Secretary**

Flat No. 4, Building No. 17

Konark Aangan,

Opp. Chintamani Nagar Part – II,

Bibvewadi, Pune - 411037

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**Annexure 1 to Item Nos. 02 of the Notice**

Details of Directors seeking re-appointment at the Annual General Meeting scheduled to be held on Friday, 09<sup>th</sup> July, 2021

(In pursuance of Secretarial Standard 2 of ICSI)

Sr. No.	Name of Director	Mrs. Renu Govind Gadgil
1.	<b>DIN</b>	07412955
2.	<b>Designation</b>	Whole Time Director
3.	<b>Date of Birth</b>	13/05/1961
4.	<b>Age</b>	60 years
5.	<b>Nationality</b>	Indian
6.	<b>Date of first appointment on the Board</b>	06/11/2017
7.	<b>Shareholding in P. N. Gadgil &amp; Sons Limited as on 31/03/2021</b>	1,51,97,340 equity shares
8.	<b>List of Directorship held in other Companies</b>	Puneet Shares and Finance Private Limited
9.	<b>Qualifications</b>	BHMS Homeopathy
10.	<b>Experience</b>	In jewellery business for more than 8 years as one of the owners
11.	<b>Terms and Conditions of re-appointment</b>	She is liable to retire by rotation and offer herself for re-appointment. Other terms and conditions will remain same.
12.	<b>No. of Board meetings attended during the financial period 2020-21</b>	7
13.	<b>Chairman / Member in the Committees of the Board of Companies in which she is a director</b>	<b>P. N. GADGIL &amp; SONS LIMITED :</b> Member of Borrowing Committee and Internal Complaints Committee
14.	<b>Relationship with other Directors, manager and other Key managerial personnel of the Company</b>	Relative of Mr. Govind Vishwanath Gadgil, Chairman and Whole Time Director of the Company
16.	<b>Details of remuneration sought to be paid</b>	As per existing terms of appointment
15.	<b>Remuneration last drawn by such person</b>	Rs. 5.80 crores in FY 2020-21

Date: 07/06/2021

Place: Pune

**By Order of the Board of P. N. Gadgil and Sons Ltd**

Sd/-

Apurva Parai

**Company Secretary**

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**P. N. GADGIL & SONS LIMITED**

(CIN - U36911PN2017PLC173262)

Regd. Office: Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK),  
Sinhgad Road Pune - 411041

Email Id: [info@pngadgilandson.com](mailto:info@pngadgilandson.com) website: [www.pngadgilandsons.com](http://www.pngadgilandsons.com)

Phone No. – +91 20 24612000 Fax No. – 020 24612185

**ATTENDANCE SLIP**

[To be presented at the entrance]

Annual General Meeting on Friday, 09<sup>th</sup> July, 2021 at 12:30 PM at S. No. 37/1 & 37/2 near  
Lokmat New Paper, Vadgaon, Khurd, Pune- 411041

Folio No.....DP ID No.....Client ID.....

No. of Shares held .....

Name of the Member

.....Signature.....

Name of Proxy

Holder.....Signature.....

I / We hereby record my / our presence at the Annual General Meeting of the Company held on  
Friday, 09<sup>th</sup> July, 2021 at 12:30 PM at S. No. 37/1 & 37/2 near Lokmat New Paper, Vadgaon,  
Khurd, Pune- 411041

Note:

1. Only Member / Proxy holder can attend the Meeting.
2. Please fill up the attendance slip and hand it over at the entrance of the meeting hall.

**P. N. Gadgil & Sons Limited**

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Phone No. – +91 20 24612000 Fax No. – 020 24612185

**Form No. MGT-11**

**Proxy form**

[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:
Clint ID/DP ID:

I/ We being the member of ....., holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:

or failing him

2. Name

Address:

E-mail Id:

Signature:

**P. N. Gadgil & Sons Limited**

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**Website:** [www.pngadgilandsons.com](http://www.pngadgilandsons.com).



as my/our proxy to attend and vote for me/us and on my/our behalf at 4<sup>th</sup> Annual General Meeting of members of the Company, to be held on Friday, 09<sup>th</sup> July, 2021 at 12:30 PM at S. No. 37/1 & 37/2 near Lokmat New Paper, Vadgaon, Khurd, Pune- 411041 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	Vote (For or Against)
<b>Ordinary Business</b>		
1.	Adoption of financial statements	
2.	Appointment of Mrs. Renu Govind Gadgil, as a Director liable to retire by rotation	

Signed this .....day of..... 2021

Affix  
Revenue  
Stamp  
of Re.  
1/-

Signature of Shareholder:

Signature of Proxy holder(s):

**Note:**

This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

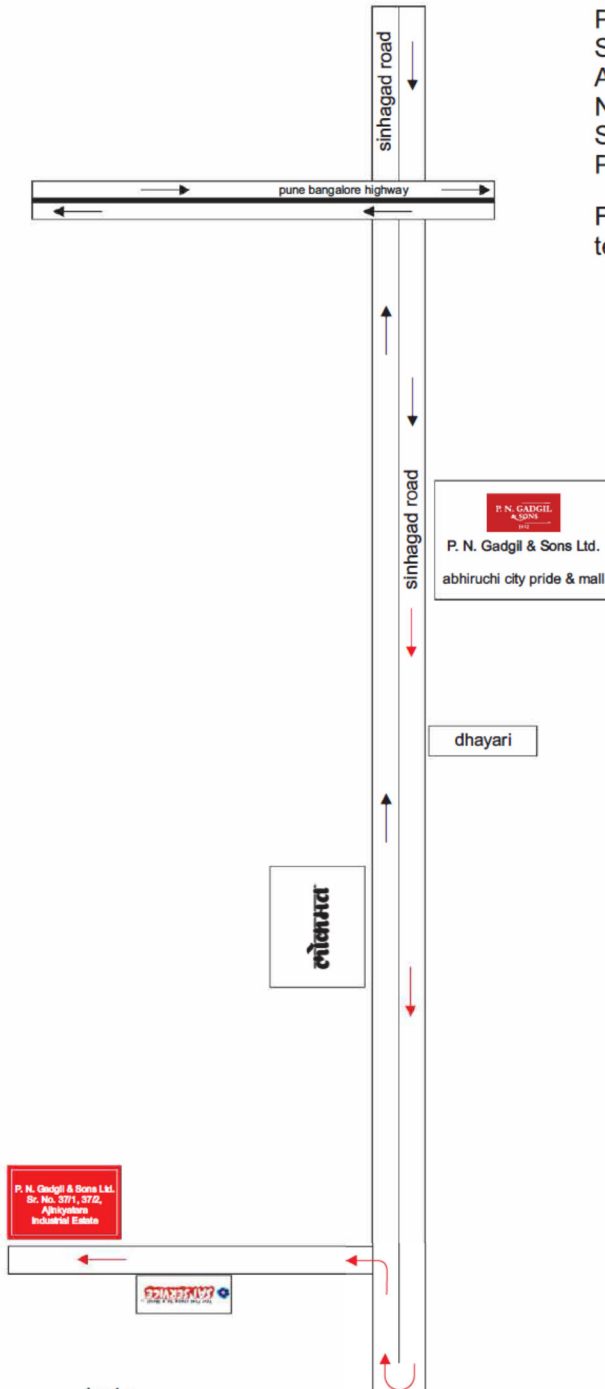
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**P. N. GADGIL  
& SONS**

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P. N. Gadgil & Sons Ltd.  
Sr. No. 37/1, 37/2,  
Ajinkyatara Industrial Estate,  
Next to Lokmat Press Office  
Sinhagad Road, Wadgaon Khurd,  
Pune, Maharashtra 411041

For queries, contact us :  
tel : 202 - 24612000 / 67520200

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