

L.S.E. Securities Limited

CIN NO U67120CH2000PLC023244

Regd .Office: SCO-50, 1st Floor, Sector-34-A Chandigarh-160022.

NOTICE

Notice is hereby given that the **SEVENTEENTH ANNUAL GENERAL MEETING** of the Members of **L.S.E. SECURITIES LIMITED** will be held on Saturday, the 24th September, 2016 at 12.00 Noon at Hotel Park View, Sector-24, Near Indira holiday Home, Chandigarh to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Financial Statements for the year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm the declaration of interim dividend as the final dividend on Equity Shares.
3. To appoint a Director in place of Mr. Jaspal Singh (DIN: 00458451), who retires by rotation and being eligible, offers himself for the re-appointment.
4. To ratify appointment of Auditors and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the appointment of M/s. Anoop Goel & Co. Chartered Accountants (Registration No. 016327N) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Eighteenth Annual General Meeting of the Company on such remuneration and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and the Auditors, be and is hereby ratified.”

SPECIAL BUSINESS:

5. To appoint Member Director and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the Articles of Association of the Company and in accordance with the applicable provisions of the Companies Act, 2013, if any and rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) it be and is hereby decided to fill one vacancy of the Member Director on the Board of the Company amongst the candidates, notice in respect of whom is to be received by the Company either from the candidate himself or any other Member of the Company along with the requisite deposit not less than fourteen days before the date of the Annual General Meeting of the Company in accordance with the provisions of Section 160 of the Companies Act, 2013 and rules made there under.”

6. To consider and approve the Change in name of the Company

To consider and if thought fit, to pass the following resolution, with or without, any modification(s), as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Section 4 read with section 13(2) and other applicable provisions of the Companies Act, 2013, and rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of Central Government and / or any other regulatory authorities as may be necessary, consent of the Members be and is hereby given for change in the name of the Company from L.S.E. Securities Limited (CIN NO U67120CH2000PLC023244) to LSC Securities Limited.

RESOLVED FURTHER THAT the name clause being clause I in the Memorandum of Association of the Company be altered accordingly.

RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT Mr. Pritpal Singh , Whole Time Director and Mr. Rajiv Dhiman , Company Secretary be and are hereby severally authorised to do all such acts, deeds and things including intimation to SEBI, NSE, BSE, MSEI, NSDL, CDSL and /or any other relevant authority which are necessary for the purpose of giving effect to this resolution.”

Place : LUDHIANA

Date : 11.08.2016

**By order of the Board
FOR L.S.E. SECURITIES LIMITED
(CIN: U67120CH2000PLC023244)**

**Sd/-
RAJIV DHIMAN
COMPANY SECRETARY
ACS-42139**

Registered Office:
SCO 50, 1st Floor,
Sector 34 A,
Chandigarh.

Corporate Office:
First Floor, LSE Bldg.,
Feroze Gandhi Mkt., Ludhiana
E-mail: cs@lssl.com

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/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.
2. Corporate Members are requested to send a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. The shares of the Company are held in physical form. Any member who transfers his shares to any person has to seek approval from the Board/Committee of the L.S.E. Securities Ltd subject to prior approval from BSE, NSE and MSEI.
5. The Register of Members and the Share Transfer Book of the Company will remain closed from 21.09.2016 (Wednesday) to 22.09.2016 (Thursday) for the purpose of the Annual General Meeting.
6. Members are requested to write to the Company at least ten days before the meeting for obtaining any information as regards to accounts and operations of the Company so that the same could be complied in advance.
7. Members are requested to bring their copy of Annual Report along with them to the Annual General Meeting.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 5

To appoint Member Director

Mr. Rajesh Kumar Sharma having DIN No-02830766 was appointed as Director to fill casual vacancy caused by the resignation of Mr. Dharam Pal Gandhi having DIN No-00842613 by the Board of Directors in its meeting held on 12.03.2015. Pursuant to Section 161(4) of the Companies Act, 2013, Mr. Rajesh Kumar Sharma holds office up to the date which the original Director Mr. Dharam Pal Gandhi would have held office if it had not been vacated. Accordingly, Mr. Rajesh Kumar Sharma holds office till the date of ensuing Annual General Meeting of the Company.

In the view of the above, your Company is required to fill this vacancy of Member Director at the ensuing Annual General Meeting.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Item No. 6

Change in Name of the Company

Your Company, L.S.E. Securities Limited was incorporated as a subsidiary of erstwhile Ludhiana Stock Exchange Limited in the year 2000 to carry on the business of Stock-Broking.

In accordance with the SEBI letter no MRD/OW/P/2016/15187 dated 26.05.2016 and clause 6.3 of exit policy of SEBI the Board in its meeting held on 14.07.2016 decided to change the name of the Company from L.S.E. Securities Limited to LSC Securities Limited subject to approval of the Share Holders, Central Government and any other Relevant Authority.

As per the provisions of section 13 of the Companies Act, 2013, approval of the shareholders is required to be accorded for changing the name of the Company by way of passing a Special Resolution. Hence, the resolution is put up for shareholders approval.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution

The Board recommends the Special Resolutions set out at Item No. 6 of the Notice for approval by the shareholders.

Place : LUDHIANA

Date : 11.08.2016

**By order of the Board
FOR L.S.E. SECURITIES LIMITED
(CIN: U67120CH2000PLC023244)**

**Sd/-
RAJIV DHIMAN
COMPANY SECRETARY
ACS-42139**

Registered Office:
SCO 50, 1st Floor,
Sector 34 A,
Chandigarh.

Corporate Office:
First Floor, LSE Bldg.,
Feroze Gandhi Mkt., Ludhiana
E-mail: cs@lssl.com

