

CONTINENTAL SECURITIES LIMITED

29th

Annual Report 2018-19

Registered Office: 301, Metro Plaza ,Gopalbari , Jaipur-302001
CIN NO L67120RJ1990PLC005371

**CORPORATE INFORMATION****CONTINENTAL SECURITIES LIMITED****CIN : L67120RJ1990PLC005371****BOARD OF DIRECTORS**

MADAN LAL KHANDELWAL

RAJESH KHUTETA

RUCHI GUPTA

SURESH KUMAR GUPTA

VISHNU DUSAD

CHAIRMAN

MANAGING DIRECTOR

INDEPENDENT DIRECTOR

INDEPENDENT DIRECTOR

INDEPENDENT DIRECTOR

COMPANY SECRETARY & COMPLIANCE OFFICER

PRAVITA KHANDELWAL(APPOINTED: 12.07.2019)

CHIEF FINANCIAL OFFICER

HEMANT GUPTA

STATUTORY AUDITORS:

M/S Gopal Sharma & Company

G-2, Golden Palace, Plot No. L-2A, Krishna Marg,

C-scheme, Jaipur - 302001, Phone No.-0141-2360700

E-mail : gopalsharmaco@gmail.com

SECRETARIAL AUDITORS:

M/S MKGP & Associates

202, Prism Tower, Lalkothi

Behind Nehru Palace, Jaipur

Contact : 9461811652

E-mail : mahendra927@gmail.com

Registrar & Share Transfer Agent:Beetal Financial & Computer Service Pvt. Ltd., Beetal House 3rd Floor, 99, Madangir,
Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-11062(INDIA)

Email: beetalrta@gmail.com, beetal@rediffmail.com

Registered & Corporate Office:301 , Metro Plaza, Gopalbari
Jaipur, Rajasthan 302001**Website :** www.continentalsecuritiesltd.com**E-Mail :** continentalsecuritieslimited@gmail.com**Tel. :** 0141-2943037**Bankers :**State Bank of India
Bank of Baroda

**NOTICE**

NOTICE is hereby given that Twenty Ninth Annual General Meeting of the Member of CONTINENTAL SECURITIES LIMITED Will be held on Monday, 16th September, 2019 at 02:00 P.M at Registered office of the company 301, METRO PLAZA, PARIVAHAN MARG JAIPUR, RAJASTHAN to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Board's Report and Auditors Report thereon.
2. To appoint Director in place of Shri M.L. Khandelwal (DIN- 00414717) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

To Consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

3. To fix minimum fee for serving various documents on the members of the company 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 section 20 and other applicable provisions, if any, of the Companies act 2013 read with the rules made there under (including any statutory modification (s) or re-enactments(s) thereof, for the time being in force), the company may serve documents on its members under the act by post or by speed post or by courier or such electronic or other mode as may be prescribed, depending on event and circumstance of each case from time to time.

RESOLVED FURTHER THAT the board of directors of the company or its duly constituted committee be and is hereby authorized to decide, in respect of any advance request for sending documents in a particular mode of delivery by any member provided at least one week in advance of the dispatch of the documents by the company along with requisite fee duly received by the company and that no such request shall be entertained by the company post-dispatch of such documents by the company to the member, the charges payable for such delivery, as prescribed below for each mode of dispatch.



Sl.No.	Mode of Dispatch	Minimum rate per document at the minimum slab of the weight of the document in each category in Rs.	
		Within india	International
1.	Ordinary Post	10	1.2 times of the actual charges in each case
2.	Registered post	50	
3.	SpeedPost	50	
4.	Courier	50	
5.	Electronic mail(email)	10	20

RESOLVED FURTHER THAT the Board of Directors of the company or its duly constituted committee be and is hereby authorized to amend or alter such charges from time to time either keeping in view the change of charges as applicable to that mode or in any situation so warrants and to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution".

Regd. Office:
301, Metro plaza
Goplabari, Jaipur 302001

For and on behalf of the Board of Directors
CONTINENTAL SECURITIES LIMITED

DATE: 13.08.2019

Sd/-
Pravita Khandelwal
Company Secretary and compliance officer
Membership No. 53836

**NOTES**

1. Additional Information required pursuant to Regulation 36(3) of the SEBI(Listing and disclosure Requirements) Regulation,2015 with regards to director seeking re-appointment at the Annual General Meeting is annexed here to.
2. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total value of 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 proxy for any other person or shareholder. The instrument appointing proxy must reach the Registered Office of the Company not later than 48 hours before the time fixed for the meeting. A copy of proxy form for the AGM is enclosed.
3. Members/proxies/authorised representatives are requested to bring their duly filled in attendance slips enclosed herewith to attend the meeting mentioning therein details of their DP and Client ID / Folio No.
4. Corporate members intending to send their authorized representative to attend the meeting pursuant to Section 113 of Companies Act, 2013 are requested to send to the company a certified copy of the relevant Board resolution together with the specimen signature of their authorized representatives to attend and vote on their behalf at the meeting .
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The explanatory statement pursuant to section 102 of the Companies Act, 2013 ("the Act") in respect of Special businesses set out in Notice above is annexed hereto.
7. The Notice of AGM will be sent to those Members whose name will appear in the Register of Members as on Friday, August 09, 2019.
8. The Register of the members and share transfer books of the Company will remain closed from 10th September, 2019 to 16th September, 2019 (both days inclusive).
9. The Members holding shares in physical form are requested to intimate quoting their Folio Number and the change of address immediately to M/s BeetalFinancial



Services and Computers Pvt. Ltd (the registrar and transfer Agent) Beetal House,3rd Floor, 99 Madangir, Behind LSC, New Delhi 110062.

10. The shareholders holding shares in demat form and have not registered their e-mail IDs with their Depository Participant are requested to register their e-mail address, to enable the Company to use the same for serving documents electronically. Shareholders holding shares in physical form shall provide their e-mail address to RTA.
11. Pursuant to Section 72 of Companies Act, 2013, shareholders holding shares in physical form may file nomination in form SH-13 with the Registrar & share transfer agents of the Company .In respect of shares held in electronic /demat form the nomination form may be filed with respective depository participant.
12. Members desirous of obtaining any information required concerning the accounts of the company and any other information are requested to address their queries to the Company at least seven days in advance of the date of meeting.
13. The Securities and exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to depository participants with whom they maintain their accounts. Members holding shares in physical form have to submit their PAN number and AADHAAR Card Copy to Registrar and Share Transfer Agents of the Company .
14. Members may note that the notice of the Annual General meeting and Annual Report for the year 2018-19 will also be available on the Company website www.continentalsecuritiesltd.com for their download .The physical copies of the aforesaid documents will also be available for inspection at Registered office of the company for inspection during normal business hours on working days .Even after registering for e - communication ,members are entitled to receive copy of above documents in physical form , upon making a request for the same at free of cost .
15. In accordance with rule 20 of the Companies (Management and Administration) amendment Rules 2015,the Company has fixed 09th September, 2019 as the cutoff date to determine the eligibility to vote by electronic means or in the general meeting. A person whose name is recorded in register of members or in the register of beneficiary owners maintained by depositories as on the cutoff date, i.e 09th



September 2019 shall be entitled to avail facility of e-voting as well as voting at the general meeting.

16. VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI LODR Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting facility provided by Beetal Financial & Computer Services Private Limited, Registrar and Share Transfer Agent of the Company, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.

The members whose names appear in register of members as on cut-off date i.e. 09th September, 2019 will be entitled for E-Voting. The remote e- voting period will commence at 09.00 A.M. on Friday 13th September, 2019 and will end at 5.00 P.M. on Sunday 15th September, 2019. The members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through Postal ballot paper. The Ballot Paper will be made available to the members at AGM. The members who had casted their vote through E-Voting shall not be entitled to vote at Annual General Meeting. However such members may attend Annual General Meeting. The company has appointed Shri Ajay Khandelwal, a partner of M/S Ajay Khandelwal & Associates , Chartered Accountants , A practicing Chartered Accountant firm to act as scrutinizer to scrutinize the ballot papers and remote e- voting process in a fair and transparent manner . The detailed procedure for remote e-voting is given below:

The instructions for e-voting are as under:

- (i) The shareholders should Log on to the e-voting website www.evotingindia.com.
- (ii) Click on "Shareholders" tab.
- (iii) now enter your user ID
 - a) for CDSL: 16 digits beneficiary ID
 - b) for NSDL : 8 character DP ID followed by 8 digit client ID
 - c) members holding shares in physical form should enter Folio Number registered with the Company.



- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) 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 and physical shareholders).

Members who have not up dated their PAN with the Company/depository participant are requested to use the first two letters of their name and the 8 digits of 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 i.e. if your name is Ramesh Kumar with sequence No.1, than enter RA00000001 in the PAN field.

DOB: Enter the date of birth as recorded in your demat account or in the Company records for the said demat account or folio in DD/MM/YY format.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on EVSN for CONTINENTAL SECURITIES LIMITED on which you choose to vote.



- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO .
- (xii) 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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the 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) Notes for Non Individuals and custodians shareholders:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodian are required to log on to www.evotingindia.com and register themselves as Corporate. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user using the admin login and password. The compliance user would be able to link the accounts for which they wish to vote on.
 - The list of accounts linked in to login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.



- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
 - (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions
 - (xx) ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
 - (xxi) The shareholders can opt for only one mode of voting, i.e. either physically by attending AGM or e-voting. If any shareholders opt for e-voting, he/she will not be eligible to vote physically in AGM.
 - (xxii) Mr. Ajay Khandelwal, Practicing Chartered Accountants (Membership No. 403532) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The scrutinizer from the conclusion of the e-voting period unlock the votes in presence of two witnesses not in employment of the company make a scrutinizer's report within forty eight hours of the conclusion of the AGM, of the votes casted in favour or against, if any, forthwith to the Chairman of the Company.
 - (xxiii) The Results of e-voting shall be declared on or after the AGM of the Company and the Results declared with Scrutinizer Report shall be placed on the Website of the Company i.e. www.continentalsecuritieslimited.com and also on the website of CDSL viz. www.cdslindia.com within two days of passing of the Resolution at the AGM of the Company.
- .14. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.

Chairman has to declare the results on resolutions by 16th September, 2019.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:****ITEM 3:**

Section 20 of the Companies Act , 2013 which deals with service of documents , inter -alia , enables the company to dispatch any document to a member as per his preferred mode on receipt of specific request subject to deposit of such fee as determined by the members in the Annual General Meeting . Accordingly, consent of the members is sought for passing a resolution authorizing the board of directors to decide the fees payable as set out at item no. 3 of the notice on dispatch of document as per the choice of mode selected by any member of the Company.

The board recommends the resolution for approval of the members in the best interest of the company. The rate indicated in the resolution is minimum rate per document at the minimum slab of the weight in the respective category of each mode of dispatch as mentioned there at

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

Regd. Office:
301, Metro Plaza
Gopalbari, Jaipur 302001
Date: 13.08.2019

For and on behalf of the Board of Directors
CONTINENTAL SECURITIES LIMITED

Sd/-

Pravita Khandelwal
Company Secretary and compliance officer
Membership No. 53836



**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]

CIN : L67120RJ1990PLC005371

Name of the Company : CONTINENTAL SECURITIES LIMITED

Registered office : 301, Metro Plaza, Gopalbari, Jaipur 302001

Name of the Member(s): _____

Registered address: _____

E-mail Id: _____

Folio No/ Client Id: _____

DP ID: _____

I/ We being the member(s) of _____, holding shares of the above named company, hereby appoint.

1. Name: _____

2. Name: _____

E-mail Id: _____

E-mail Id: _____

Signature: _____ or failing him

Signature: _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Twenty Ninth Annual General Meeting of members of the Company, to be held on the Monday, 16 September 2019 at the registered office of the Company at 301, Metro Plaza, Gopalbari, Jaipur 302001, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Resolutions:

Ordinary Business:

1. Adoption of financial statement for the year ended 31st March 2019.
2. Appointment of Director in the place of Shri M.L .Khandelwal (DIN: 00414717) who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

3. To fix minimum fees for serving various documents.

Signed this day of 2019.

Affix
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, Not less than 48 hours before the commencement of the Meeting.

**ATTENDANCE SLIP**

Twenty Ninth Annual General Meeting on Monday, 16th September, 2019 at 02:00 PM at Flat No. 301, Metro Plaza, Parivahan Marg Jaipur Rajasthan 302001 IN

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

I/We record my/our presence at the Twenty Ninth Annual General Meeting to be held on Monday, 16th September, 2019 at Flat No. 301, Metro Plaza, Parivahan Marg Jaipur Rajasthan 302001 IN at 02.00 P.M.

Name of the Member _____

Signature _____

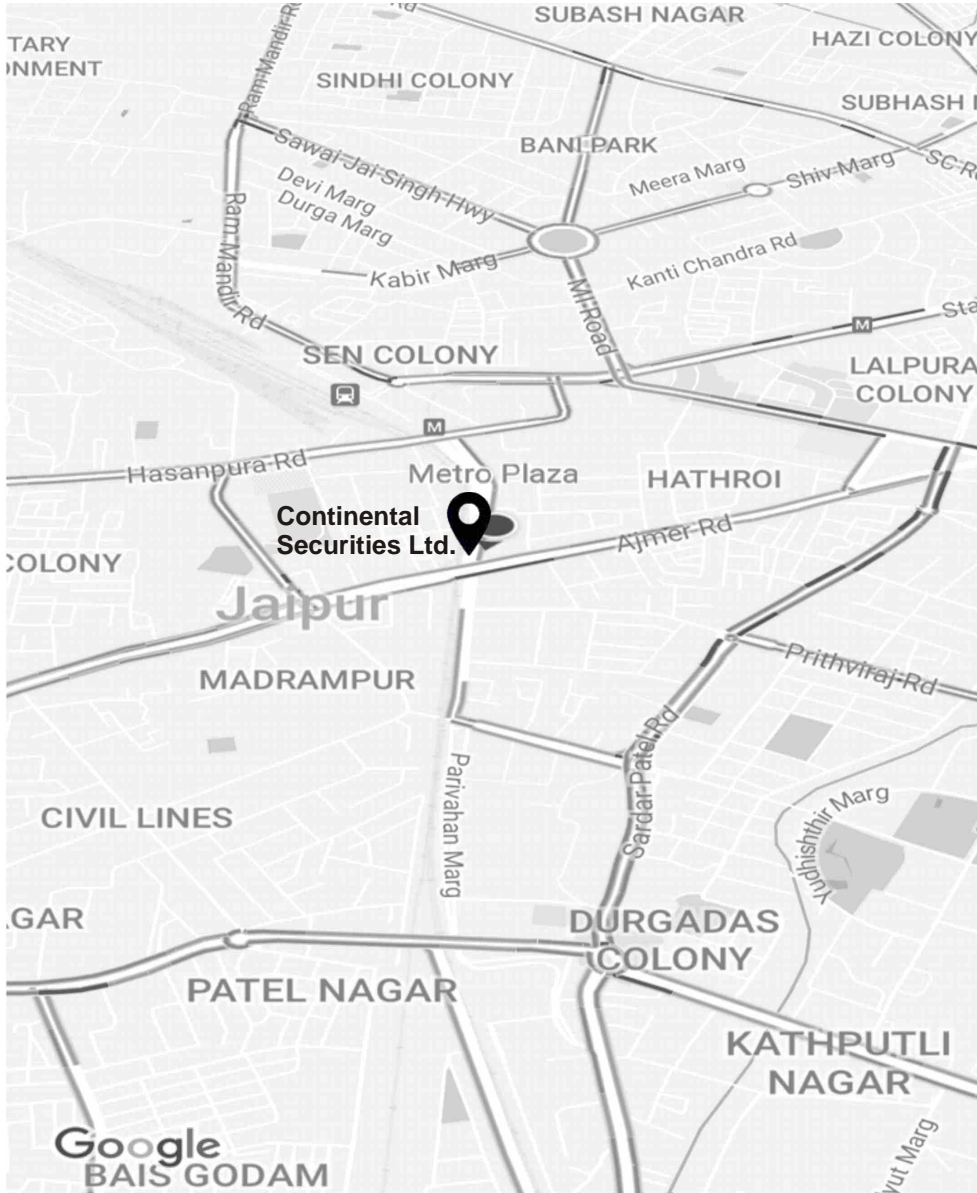
Name of the Proxy holder _____

Signature _____

NOTES:

1. Only Member/Proxy holder can attend the Meeting.
2. Please complete the Folio No./DP ID No., Client ID No. and name of the Member/ Proxy holder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.
3. A Member/Proxy holder attending the meeting should bring copy of the Annual Report for reference at the meeting.

BOOK - POST



If undelivered please return to :
CONTINENTAL SECURITIES LTD.

Registered Office :
301, Metro Plaza, Gopalbari,
Jaipur-302001

Ph.: 2361963, 2360528
Email ID : kamaldeep.printer@gmail.com

