

**OSCAR GLOBAL LIMITED**

CIN: L51909DL1990PLC041701  
Regd. Office: 101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi-110092  
E-mail : [oscar@oscar-global.com](mailto:oscar@oscar-global.com)  
Website : [www.oscar-global.net](http://www.oscar-global.net)

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

The Members,

NOTICE is hereby given that an Extra-Ordinary General Meeting of the members of Oscar Global Limited will be held on Monday, 8<sup>th</sup> February, 2016 at 12.30 P.M.at C-76, Sector-8, Noida- 201301 to transact the following business:

**SPECIAL BUSINESS**

**APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY**

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(8) and any other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force, M/s Dubey & Co., Chartered Accountants, (Firm Registration No. 007515N) be and are hereby appointed as Statutory Auditors of the Company to fill the vacancy caused by the resignation of M/s Sushil Vipani & Co., Chartered Accountants (Firm Registration No. 006127N), to hold office from the conclusion of this Extra-ordinary general meeting till the conclusion of next Annual General Meeting to be held in the year 2016 on such remuneration as may be fixed by the Board of Directors of the Company.”

**By Order of the Board  
For Oscar Global Limited**

**(Satish Kumar Verma)  
(Chairman & Managing Director)  
DIN: 00225444  
Add: 2A/78, PUNJABI BAGH  
NEW DELHI, 110026**

**Place : New Delhi  
Date : 13.01.2016**

**NOTES:**

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA- ORDINARY GENERAL 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. The instrument of proxy i.e. Form MGT 11, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not later than 48 hours before the meeting. Proxies submitted on behalf of Limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable.**
- As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate of not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) 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.
- During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

4. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item no. 1 of the accompanying notice is annexed hereto.
5. Copies of all documents referred to in the notice (if any) are available for inspection at the registered office of the Company during normal business hours on all working days upto and including the date of the extraordinary general meeting of the Company.
6. Members seeking any information with regard to accounts are requested to write to the Compliance Officer at least ten days in advance of the extraordinary general meeting, to enable the Company to keep the information ready.
7. Members are requested to:
  - a. Bring their copy of the Notice of the Extra-Ordinary General Meeting.
  - b. Note that all correspondence relating to share transfers should be addressed to Registrar and Transfer Agents of the Company, viz. M/s Indus Portfolio Pvt. Ltd. , G-65,B ali Nagar, New Delhi- 110015.
  - c. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.
8. The notice of Extraordinary General Meeting, attendance slip and proxy form is being sent by electronic mode to all the shareholders who have registered their email ids with the depository participants/ registrar and share transfer agent unless where any member has requested for the physical copy. Members who have not registered their email ids, physical copies the notice of extraordinary general meeting, attendance slip and proxy form are being sent by the permitted mode. Members may further note that the said documents will also be available on the Company's website [www.oscar-global.net](http://www.oscar-global.net) for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's email id viz. [oscar@oscar-global.com](mailto:oscar@oscar-global.com)
9. Pursuant to Section 101 of the Companies Act, 2013 and rules made there under, the companies are allowed to send communication to shareholders electronically. We thus, request you to kindly register/update your email ids with your respective depository participant and Company's registrar and share transfer agent (in case of physical shares) and make this initiative a success.
10. SEBI has made the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demataccounts. Members holding shares in physical form can submit their PAN to the Company/Indus Portfolio Pvt. Ltd. (RTA).
11. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or Indus Portfolio Pvt. Ltd.(RTA) for assistance in this regard.
12. Members who hold shares in physical form in multiple folios in identical names or join holding in same order of names are requested to send share certificates to Indus Portfolio Pvt. Ltd.(RTA), for consolidation in to a single folio.

**PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING AS UNDER:**

Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extraordinary General Meeting (EOGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EOGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the time of EOGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. **The members who have cast their vote by remote e-voting prior to the EOGM may also attend the EOGM but shall not be entitled to cast their vote again.**

- IV. The remote e-voting period commences on 05<sup>th</sup> February, 2016(9:00 am) and ends on 07<sup>th</sup> February, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 01<sup>st</sup> February, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)]:
- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
  - (iii) Click on Shareholder - Login
  - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
  - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - (vii) Select "EVEN" of "OSCAR GLOBAL LIMITED".
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [bhatia\\_r\\_s@hotmail.com](mailto:bhatia_r_s@hotmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case a Member receives physical copy of the Notice of EOGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:  
EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN
  - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 01<sup>st</sup> February, 2016.

- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 01<sup>st</sup>February, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [Issuer/RTA](mailto:Issuer/RTA).
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the EOGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EOGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EOGM through ballot paper.
- XIII. Mr. R.S. Bhatia, Practicing Company Secretary (C.P. No. 2514 and Membership No. 2599) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the EOGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "e-voting" or "Ballot Paper" or "Poling Paper" for all those members who are present at the EOGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the EOGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.oscar-global.net](http://www.oscar-global.net) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT,**

M/s Sushil Vipan & Co., Chartered Accountants (Firm Registration No. 006127N), have resigned from the position of Statutory Auditors, resulting in casual vacancy in the office of Statutory Auditors of the company. Casual vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. As recommended by Audit Committee, Board proposes that M/s. Dubey & Co., Chartered Accountants, (Firm Registration No. 007515N), who is a peer reviewed firm and meets the requirement of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, be appointed as the Statutory Auditors of the Company to fill the vacancy. M/s. Dubey & Co., Chartered Accountants, (Firm Registration No. 007515N), have given their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons of the Company or their relatives, is in any way, concerned or interested in the said resolution.

**By Order of the Board  
For Oscar Global Limited**

**(Satish Kumar Verma)  
(Chairman & Managing Director)  
DIN: 00225444  
Add: 2A/78, PUNJABI BAGH  
NEW DELHI-110026**

**Place : New Delhi  
Date : 13.01.2016**



**OSCAR GLOBAL LIMITED**

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 Regd. Office: 101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
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 E-mail : oscar@oscar-global.com Website : www.oscar-global.net

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**FORM NO. MGT-11**

**Extra Ordinary General Meeting – February 8<sup>th</sup> 2016**

Name of Member(s)	
Registered address	
E Mail Id	
Folio No. / DP ID - Client ID	

I / We, being the member(s) of ..... shares of the above named Company, hereby appoint:

- 1) Name: ..... E-Mail .....
- Address: .....
- Signature ..... Or failing him / her
- 2) Name: ..... E-Mail .....
- Address: .....
- Signature .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Monday, 08th February, 2016 at 12.30 P.M. at Corporate Office : C-76, Sector 8, Noida-201301 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions Special Business	For	Against
1.	Appointment a M/s. Dubey & Co., Chartered Accountants as Statutory Auditors of the Company.		

Signed this ..... day of ..... 2016

Affix  
 Re.1/-  
 Revenue  
 Stamp

Signature of the member

Signature of the Proxy Holder(s)

**NOTE:**

1. **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.**
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extra Ordinary General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
4. Please complete all details including detail of member(s) in above box before submission.

**OSCAR GLOBAL LIMITED****ATTENDANCE SLIP**

CIN: L51909DL1990PLC041701  
Regd. Office: 101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi-110092  
E-mail : oscar@oscar-global.com Website : www.oscar-global.net

DP ID	
CLIENT ID/ Folio No.	
No. of Shares	

Name and Address of the Registered Shareholder
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I/We hereby record my/our presence at the EXTRA ORDINARY GENERAL MEETING of the Company to be held at the Corporate Office C-76, Sector 8, Noida-201301 on Monday, 8th February, 2016 at 12.30 P.M. or at any adjournment thereof.

Signature of the Shareholder/Proxy

**NOTE :**

1. Please complete the Folio/DP ID Client IDNo. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
2. Electronic copy of the EXTRA ORDINARY GENERAL MEETING (EOGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Notice of Extra Ordinary General Meeting alongwith Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

**ROUTE MAP FOR THE VENUE OF EOGM OF OSCAR GLOBAL LIMITED TO BE HELD ON  
MONDAY, 08<sup>TH</sup> FEBRUARY 2016 AT 12.30 P.M.**

