

CANOPY FINANCE LIMITED

(Formerly Known as Kartavya Udyog Viniyog Limited)

CIN: 165910AS1981PLC017921

Registered Office: M/s Prezens, Maniram Dewan Road,
Bamunimaidan, Opp. Anuradha Cinema,
Guwahati-781021

Ph: 9867309169

Website: www.canopyfinance.org

Email Id: info@canopyfinance.org

Corporate Office: Shop No. 10, Shiv Dham, CHS Ltd, Satya Nagar,
Malpani Complex, Borivali (West), Mumbai- 400092

Date: 07.12.2020

To,
The General Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

To,
The Secretary,
Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata-700001

Sir/Madam,

REF: Regulation 30(6) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015

Subject: Submission of Notice of Annual General Meeting for the year 2019-20

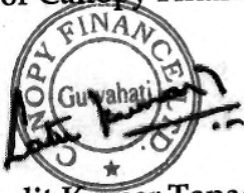
In compliance with Regulations 30(6) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, we hereby submit the Notice of Annual General Meeting for the year 2019-20 which shall be held on 30th December, 2020 at the registered office of the Company.

You are requested to take the same on your records.

Thanking You

Yours Faithfully

For Canopy Finance Limited



Lalit Kumar Tapadia
Managing Director
Din No. 08117881

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NOTICE

Notice is hereby given that the 39th Annual General Meeting (AGM) of the shareholders of the Company will be held on Wednesday, 30th day of December, 2020 at M/s Prezens Maniram Dewan Road, Bamunimaidan Opp Anuradha Cinema, Guwahati, Kamrup 781021 at 3:00 P.M. to transact the following business:

ORDINARY BUSINESS

- 1.To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Directors and Auditors thereon.
- 2.To appoint a director in place of Mr. Varun Newatia (DIN: 08071741) who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board

For Canopy Finance Limited

Sd/

Lalit Kumar Tapadia

Managing Director

Din No-08117881

Place–Mumbai

Date– 04.12.2020

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING SHALL BE ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE AT THE MEETING AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2. PROXIES IN ORDER TO BE VALID, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**
3. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules framed there under, a person can act as a proxy on behalf of a member or members not exceeding 50 (Fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. Also, a member holding more than 10% of the total share capital of the company carrying voting rights, may appoint a single person as a proxy provided that such a person shall not act as a proxy for any other member or person.
4. In view of the pandemic Covid-19, we are following all the Social distancing norms for the Members present at the AGM. Following precautions and rules shall be strictly followed by each and every member present at the AGM:
 - No entry will be allowed without mask. For those who will attend the AGM, the Company will set up a screening point at the entrance of the meeting room to measure every attendee's body temperature. The Company reserves the right to deny entry to anyone with a temperature of 37.5 degrees Celsius or higher, anyone showing symptoms of fever, or anyone who has returned from a high-risk country (according to the announcement of the Ministry of Public Health) less than 14 days before the Meeting.
 - Planned speeches are limited to a minimum in order to reduce the length of the AGM. The AGM closes immediately after the mandatory items of the agenda has been discussed.
 - Sitting arrangements for the members is done at a distance of 6 feet at the AGM.
 - Members have to keep their personal belongings outside the meeting room.
5. A brief profile of Directors proposed to be re-appointed at the ensuing Annual General Meeting in terms of SEBI LODR Regulations, 2015 is annexed to the notice. The Company is in receipt of relevant disclosures from the Director pertaining to his re-appointment.
6. Members holding shares in physical form are requested to inform the following additional information to the Registrar and Transfer Agents viz., Purva Sharegistry (India) Pvt. Ltd. At Unit No. 9 Shiv Shakti Ind. Estt., J. R. Borichamarg, Opp. Kasturba Hospital Lane Lower Parel(E) Mumbai 400 011
 - a. Email Id
 - b. PAN No
 - c. Unique Identification No.
 - d. Mother's Name
 - e. Occupation

- f. In case of a minor (Guardian's Name and date of birth of the Member)
 - g. CIN (In case the member is a body corporate)
7. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
 8. Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the Meeting, so as to enable the Company to keep the information ready.
 9. Electronic copy of the notice of the 39th Annual General Meeting (AGM) inter alia including the process and manner for e-voting along with proxy form and attendance slip will be send to the members whose email-id is registered with the Company/ Depository Participant for communication purposes. However, the members who have not registered their email address shall be furnished with physical copy of the same in the permitted mode.
 10. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip and DP ID for easy identification of attendance at the meeting.
 11. Shareholders who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.
 12. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Boards Resolution authorizing their representatives to attend and vote at the AGM.
 13. Shareholders are requested to notify immediately any change in their address to the Company Registrar and Transfer Agents viz., **Purva Sharegistry (India) Pvt. Ltd. at** Unit No. 9 Shiv Shakti Ind. Estt., J. R. Borichamarg, Opp. Kasturba Hospital Lane Lower Parel (E) Mumbai 400 011 Contact No.: 022 23012518E-Mail:support@purvashare.com.
 14. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company shall remain closed from December 24th, 2020 to December 30th, 2020 (both days inclusive).

15. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to write to the Company's Registrar and Share Transfer Agents, Purva Sharegistry (India) Pvt. Ltd, enclosing their Share Certificates to enable the Company to consolidate their holding into a single folio.

16. 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 the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, Purva Sharegistry (India) Pvt. Ltd.

17. Distribution of Gifts: In conformity with regulatory requirements, the Company will NOT be distributing any gift, gift coupons or cash in lieu of gifts at the AGM or in connection therewith.

18. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with 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 (LODR) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) 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 AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. **Voting at the AGM:** The facility for voting through ballot paper shall be made available at the AGM 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. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. **The instructions for shareholders voting electronically are as under:**
 - (i) The E-voting period begins on 27th December, 2020 at 09.00 a.m. and ends on 29th December, 2020 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 of 23rd December, 2020, 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) <ul style="list-style-type: none">• 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.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If 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 **Canopy Finance 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 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 same 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) 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 Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to tohelpdesk.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 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.
- (xix) 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 Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) 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 or contact them at 18002005533.

19. Institutional Members / Bodies Corporate (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 through e-mail at agarwalvj18@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 29th December, 2020 upto 5:00 pm without which the vote shall not be treated as valid.
20. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 23rd December, 2020. A person who is not a member as on cut-off date should treat this notice for information purpose only.
21. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 27th November, 2020.
22. The shareholders shall have one vote per equity share held by them as on the cut-off date of 23rd December, 2020. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
23. Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. 23rd December, 2020 are requested to send the written/email communication to the Company Registrar and Transfer Agents viz., **PurvaShareregistry (India) Pvt. Ltd.** at support@purvashare.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
24. M/S. BA & Associates (Practicing Company Secretaries) (Membership No. FCS -10323) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 2 days of conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favor or against, if any, to the Chairman of the Company or a person authorized by him in writing, which shall countersign the same and declare the result of the voting forthwith.
25. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.kartavya.info and on the website of CDSL. The same will be communicated to the stock exchanges where the shares of the Company are listed.
26. With the aim of curbing fraud and manipulation risk in physical transfer of securities, The

Securities and Exchange Board of India (SEBI) vide Circular No. SEBI/ LAD-NRO/GN/2018/24 dated June 08, 2018, notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, whereby amending Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, stating that except in the case of transmission or transposition of securities, requests for the transfer of listed securities shall not be processed unless the securities are held in the dematerialized form with a depository w.e.f. December 05, 2018. SEBI thereafter extended the deadline and the aforesaid requirement of transfer of securities only in Demat form has come into force from April 01, 2019. Accordingly, Members holding share in physical form are requested to dematerialise their shareholding at the earliest to avoid inconvenience.

**By Order of the Board
For Canopy Finance Limited**

**Sd/
Lalit Kumar Tapadia
Managing Director
Din No-08117881**

**Place–Mumbai
Date- 04.12.2020**

Annexure I

Details of Directors seeking appointment at 39th Annual General Meeting [Pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Mr. Varun Newatia
Director Identification Number (DIN)	08071741
Date of Birth	17/06/1986
Nationality	Indian
Date of Appointment on Board	24 th March, 2018
Qualification	Graduate
Expertise in specific functional area	Finance & Business Management
Shareholding in Canopy Finance Limited	-
List of Directorships held in other Listed Companies (excluding foreign, private and Section 8 Companies)	-
Memberships /Chairmanships of Audit and Stakeholders' Relationship Committees of other Public companies	-
Relationships between the Directors inter-se	-

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Website: www.canopyfinance.org
CIN: L65910AS1981PLC017921

ATTENDANCE SLIP I/We hereby record my/our presence at the 39 th Annual General Meeting of the Company to be held on Wednesday, 30th December, 2020 at 3.00 P.M at its registered office at M/s Prezens Maniram Dewan Road, Bamunimaidan, Opp Anuradha Cinema, Guwahati, Kamrup 781021	Folio/DP ID & Client ID No.:
	Name :
	Address :
	Joint holders Name :
	Shares:

.....
Name of Proxy (in BLOCK LETTERS) Signature of Shareholder/Proxy Present

Notes: Members/Proxy holders who wish to attend the Annual General Meeting (AGM) must bring their Admission Slips to the AGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.

ELECTRONIC VOTING PARTICULARS

EVSN (E-voting Sequence Number)	USER ID	PERMANENT ACCOUNT NUMBER
201207020		

Please read instructions given in the Notice of the Annual General Meeting carefully before voting electronically. The e-Voting facility will be available during the following voting period:

Commencement of e-voting: From <Sunday, 27.12.2020& 09.00 AM>

End of e-Voting: Up to <Tuesday, 29.12.2020& 5.00 PM>

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PROXY FORM- MGT-11

(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 shareholder:

Registered address:

E-mail ID:

Folio No. / Client ID:

DP ID:

I / we, being the shareholder(s) of shares of the above named company, hereby appoint

Name _____ Address _____ Email _____

Id _____ Signature _____ or failing him _____

Name _____ Address _____ Email _____

Id _____ Signature _____ or failing him _____

Name _____ Address _____ EmailId _____

Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Wednesday 30thDecember, 2020 at 3.00 P.M at its registered office at M/s Prezens Maniram Dewan Road, Bamunimaidan, Opp Anuradha Cinema, Guwahati, Kamrup - 781021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Vote(Optional)	
		For	Against
1.	To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended March 31, 2020, and the report of the Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Varun Newatia (DIN: 08071741),who retires by rotation and being eligible, offers himself for re-appointment		

Signed thisday of2020

Member's Folio /DP ID & Client ID No.....

Signature of Shareholder(s).....

Signature of Proxy holder (s)

Affix
Revenue
Stamp

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. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.