



**HSBC Securities and Capital Markets (India) Private Limited**  
**CIN No.:** U67120MH1994PTC081575  
**Registered Office:** 52/60 Mahatma Gandhi Road, Fort, Mumbai- 400 001.

**NOTICE OF THE TWENTY NINTH ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of the Members of HSBC Securities and Capital Markets (India) Private Limited will be held on Friday, 20 September 2024 at 11.00 a.m. (IST) at the registered office of the Company to transact the following business:

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**ORDINARY BUSINESS:**

- 1) To receive, consider and adopt the audited standalone financial statements and consolidated financial statements for the financial year ended 31 March 2024 together with the report of the Board of Directors and Auditor thereon.

**SPECIAL BUSINESS:**

- 2) Revision in the overall borrowing limits of the Company

To consider and if thought fit, to pass with or without modifications the following as a **special resolution**:

**"IT IS RESOLVED THAT** in supersession of the earlier resolution passed by the Members on 3 April 2024 and pursuant to provisions of section 179, 180, 185 and 186 of the Companies Act, 2013 read with The Companies (Meetings of Board and its Powers) Rules, 2014, Memorandum and Articles of Association of the Company and such other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) approval of the Members is hereby accorded to the Board of Directors and it's Committees, if any, to borrow from time to time any sums of monies not exceeding at any time the sum of INR 20,000 million (Rupees Twenty Thousand Million only) exclusive of interest from banks, non-banking finance companies, asset management companies, insurance companies, companies, other financial institutions, and corporate bodies in the form of short-term working capital, temporary overdrafts / loans, short to long tenure debt by issue of non-convertible debentures, commercial papers, or other eligible instruments on such terms and conditions as the Board of Directors / its Committee, if any, may deem fit.

**THAT** the Committee of Directors is hereby authorized to approve the raising of funds within the overall borrowing limits of INR 20,000 million (Rupees Twenty Thousand Million only).

**THAT** any one of the Director is hereby severally authorized to do all such acts, deeds, matters and things as it may in its discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the aforesaid resolution and further to do all such acts, deeds, and things as may be necessary, proper, desirable, or expedient to give effect to this resolution.

**HSBC Securities and Capital Markets (India) Private Limited**

Regd. Office: 52/60 Mahatma Gandhi Road, Fort, Mumbai – 400 001, India

Telephone: 022-2268 1208 email: [saurabh.shankarlal.gupta@hsbc.co.in](mailto:saurabh.shankarlal.gupta@hsbc.co.in)

Website: <https://www.business.hsbc.co.in/en-gb/regulations/hsbc-securities-and-capital-market?v222>

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**THAT** any one of the Director or Company Secretary of the Company is hereby severally authorized to issue certified true copy of the aforesaid resolution as and when required.”

**By Order of the Board of Directors  
HSBC Securities and Capital Markets (India) Private Limited**

**Sd/-**

**Saurabh Gupta  
Company Secretary  
Membership No. ACS 44440**

**Place: Mumbai**

**Registered Office:  
52/60, Mahatma Gandhi Road, Fort, Mumbai – 400001, Maharashtra, India**

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**Notes :**

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE 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. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** Proxies submitted on behalf of limited companies, etc. must be supported by appropriate resolutions or authority, as applicable. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.
- 2) A route map giving directions to reach the venue of the Annual General Meeting (AGM) is annexed hereto.
- 3) The notice of the AGM along with its annexure is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company, unless Member has requested for a physical copy of the same.
- 4) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 16 September 2024 through email to [saurabh.shankarlal.gupta@hsbc.co.in](mailto:saurabh.shankarlal.gupta@hsbc.co.in). The same will be replied by the Company suitably.
- 5) Pursuant to Section 113 of the Act, corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM, by e-mail before attending AGM, to [saurabh.shankarlal.gupta@hsbc.co.in](mailto:saurabh.shankarlal.gupta@hsbc.co.in).
- 6) All the documents referred to in the accompanying Notice and other documents as required for inspection, shall be available for inspection through electronic mode, upon the request being sent on [saurabh.shankarlal.gupta@hsbc.co.in](mailto:saurabh.shankarlal.gupta@hsbc.co.in).

**By Order of the Board of Directors  
HSBC Securities and Capital Markets (India) Private Limited**

**Sd/-**

**Saurabh Gupta  
Company Secretary  
Membership No. ACS 44440**

**Place: Mumbai**

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**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 2**

The Board of Directors at their meeting held on 11 June 2024, subject to approval of Members at the general meeting had approved to borrow from time to time any sums of monies not exceeding at any time the sum of INR 20,000 million (Rupees Twenty Thousand Million only) exclusive of interest from banks, non-banking finance companies, asset management companies, insurance companies, companies, other financial institutions, and corporate bodies in the form of short-term working capital, temporary overdrafts / loans, short to long tenure debt by issue of non-convertible debentures, commercial papers, or other eligible instruments on such terms and conditions as the Board of Directors / its Committee, if any, may deem fit.

None of the Board of Directors except to the extent of their Directorship in the HSBC Group companies or Managerial Personnel are financially or otherwise interested in the said item.

Board recommends the aforesaid resolution for approval of members by way of special resolution.

**By Order of the Board of Directors  
HSBC Securities and Capital Markets (India) Private Limited**

**Sd/-**

**Saurabh Gupta  
Company Secretary  
Membership No. ACS 44440**

**Place: Mumbai**

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**Registered Office: 52/60, M G Road, Fort, Mumbai – 400001, Maharashtra, India**

**ATTENDANCE SLIP**

ANNUAL GENERAL MEETING – FRIDAY, 20 SEPTEMBER 2024 AT 11.00 A.M.

Registered Folio/DP ID & Client ID	
Name and Address of the shareholder(s)	
I/We hereby record my/our presence at the Annual General Meeting of the Company held on Friday, 20 September 2024 at 52/60 M G Road, Fort, Mumbai – 400001, Maharashtra, India.	
..... Member's/Proxy's Signature	
Note: Please complete this Attendance slip and hand it over at the entrance of the Meeting hall.	

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**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 No. :** U67120MH1994PTC081575

**Name of the Company:** HSBC Securities and Capital Markets (India) Private Limited

**Registered Office:** Hongkong Bank Building India Area Management, 5th Floor, 52/60, M. G. Road, Fort, Mumbai - 400001, Maharashtra, India

Name of the Member(s)		
Registered Address:		
E-mail id:		
DP ID		Folio No./ Client ID

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

1.Name	Address	
Email Id	Signature	or failing him
2.Name	Address	
Email Id	Signature	or failing him
3.Name	Address	
Email Id	Signature	or failing him

As my/our proxy to attend and vote (on a poll) for me/our behalf at the 28<sup>th</sup> Annual General Meeting of the Company to be held on Friday, 20 September 2024 at 52/60, M. G. Road, Fort, Mumbai - 400001, Maharashtra, India at 05.30 p.m. (IST) and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

- 1) To receive, consider and adopt the audited standalone financial statements and consolidated financial statements for the financial year ended 31 March 2024 together with the report of the Board of Directors and Auditor thereon.

Special Business:

- 2) Revision in the overall borrowing limits of the Company

Signed this .....day of.....2024.

Signature of Proxy holder(s).....Signature of Shareholder.....

Affix Re.1 Revenue Stamp
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Notes:

- 1) This form of proxy in order to be effective, should be deposited at the Registered Office of the Company duly completed and signed, not less than 48 hours before the commencement of the meeting.

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- 2) A proxy need not be a Member of the Company.
- 3) A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

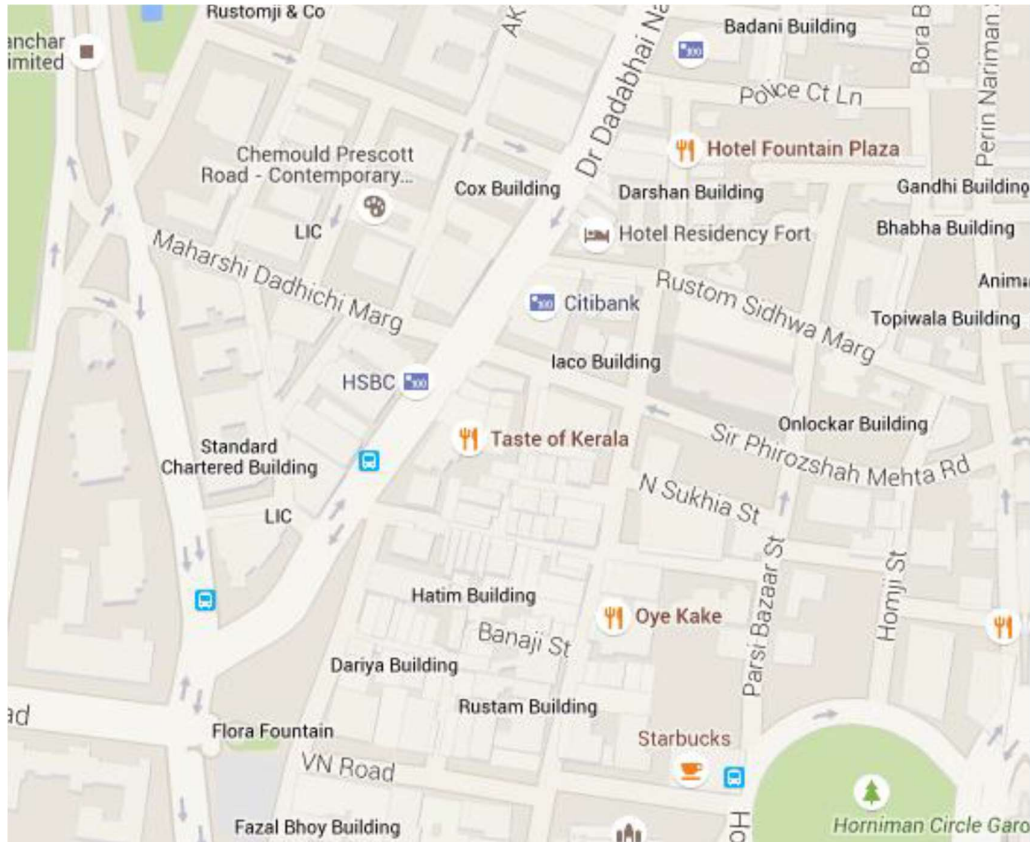
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**Route map:****HSBC Securities and Capital Markets (India) Private Limited**

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