

CIN: L65993WB1980PLC033060

"Centre Point", 21, Hemanta Basu Sarani, Room No.230,
2nd Floor, Kolkata-700 001
Phone No. (033) 3028 7790, Fax No. (033) 3028 7789, ,
E-Mail Id : investorsquestfinancial@yahoo.com,
Website : www.questfinancial.in



NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of the Members of the Company will be held on Monday, the 29th day of September, 2014 at the Registered Office of the Company at "Centre Point", 21, Hemanta Basu Sarani, Room No. 230, 2nd Floor, Kolkata - 700 001, at 11.00 a.m., to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31st March, 2014, the Audited Balance Sheet as on that date and the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Kishan Kumar Jajodia (holding DIN No. 00674858) who retires by rotation and being eligible, seeks re-appointment.
3. To appoint Statutory Auditors to hold office from the conclusion of the 34th AGM till the conclusion of the 39th AGM and to authorize the Board to fix their remuneration.

"RESOLVED that pursuant to the provision of Section 139 of the Companies Act, 2013 and Rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, and pursuant to the recommendations of Audit Committee of the Board of Directors, M/s. Arun Jain & Associates, Chartered Accountants (Firm Registration No.325867E) of 2B, Grant Lane, 2nd Floor, Room No-74, Kolkata – 700 012, be and are hereby appointed as Statutory Auditors of the Company, to hold the office of Statutory Auditors from the conclusion of the 34th AGM till the conclusion of the 39th AGM (subject to ratification of appointment by the members at every AGM held after the 34th AGM) and that the Board of Directors of the Company be and are hereby authorized to fix the remuneration as may be recommended by the Audit Committee."

Special Business:

4. Appointment of Mr. Bijay Kumar Agarwal (holding DIN 00634259) as an Independent Director

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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Schedule IV to the Companies Act, 2013, Mr. Bijay Kumar Agarwal (holding DIN 00634259), an Independent Director of the Company and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five consecutive years from the conclusion of the 34th AGM till the conclusion of 39th AGM or till such earlier date to conform with the policy on retirement and as may be determined by any applicable

statutes, rules, regulations or guidelines and who shall not be liable to retire by rotation.”

5. Appointment of Mr. Rabindra Kumar Hisaria (holding DIN No. 05170751) as an Independent Director

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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Schedule IV to the Companies Act, 2013, Mr. Rabindra Kumar Hisaria (holding DIN No. 05170751), an Independent Director of the Company and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five consecutive years from the conclusion of the 34th AGM till the conclusion of 39th AGM or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines and who shall not be liable to retire by rotation.”

6. Appointment of Mr. Dinesh Kumar Pandey (holding DIN No. 02367150) as an Independent Director

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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Schedule IV to the Companies Act, 2013, Mr. Dinesh Kumar Pandey (holding DIN No. 02367150), an Independent Director of the Company and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five consecutive years from the conclusion of the 34th AGM till the conclusion of 39th AGM or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines and who shall not be liable to retire by rotation.”

7. Variation in terms of appointment of Mr. Prakash Kumar Jajodia, (holding DIN 00633920) Whole-Time Director

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 152 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013, the approval of the Company be and is hereby accorded to vary the terms of appointment of Mr. Prakash Kumar Jajodia (holding DIN 00633920), Whole-Time Director, by making his office liable to retire by rotation.



RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary the terms and condition of his appointment including remuneration as they may deem fit.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company shall pay Mr. Prakash Kumar Jajodia, the remuneration by way of salary, perquisites, commission or any other allowances in accordance with the limits specified under Schedule V of the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration.

Place : Kolkata
Date : 30.05.2014

By Order of the Board
For Quest Financial Services Ltd.

Sd/-
Rabindra Kumar Hisaria
Director
DIN-05170751

NOTES :

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business, set out in the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**
A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2014 to 27th September, 2014. (Both days inclusive).
4. Additional details pursuant to Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting are annexed hereto. The Directors seeking appointment/re-appointment have furnished the requisite consent and/or declaration for their appointment/re-appointment.
5. Members holding share in dematerialized form are requested to bring their Depository Account No. and Client I. D. No. for identification.
6. Members are requested to notify to the Company, change of address, if any, with pin code quoting reference of their folio number/DP ID and Client ID to our Registrar & Share Transfer Agent i.e. Niche Technologies Pvt. Ltd., D-511, Bagree Market, 5th Floor, 71, B.R.B.Basu Road, Kolkata 700 001, Phone Nos. 033- 2235-7271/70.

7. In case, the mailing address mentioned in this Annual Report is without the PIN CODE, members are requested to kindly inform their PIN CODE immediately.
8. Non- Resident Indian Shareholders are requested to inform the Company immediately:
 - a. the change in residential status on return to India for permanent settlement.
 - b. the particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
9. Members who are holding shares in identical order or names in more than one folio are requested to send the Company/Registrar and Share Transfer Agent, the details of such folios together with the Share Certificates for consolidating their holdings in one such folio.
10. Members are requested to quote their Folio number/DP I.D. and Client I.D. in all correspondence.
11. A Member or his Proxy is requested to produce at the entrance of the Meeting Hall, attendance Slip forwarded to the member duly completed and signed by the member.
12. Members are requested to note that trading in securities of the Company are compulsorily in dematerialised form only. Hence members who are yet to dematerialise their shares are advised to do so.
13. Electronic copy of the Annual Report for 2014 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2014 is being sent in the permitted mode.
14. Members may also note that the Notice of the 34th Annual General Meeting and the Annual Report 2014 will also be available on the Company's website www.questfinancial.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id: investorsquestfinancial@yahoo.com
15. 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 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.
16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by Members at the AGM.
17. 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 Members at the AGM.

18. Voting through electronic means:

- I. Pursuant to provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means as an alternative to vote physically at the AGM. The businesses may be transacted through e-voting Services provided by Central Depository Services (India) Ltd. (CDSL).
- II. Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the option, i.e. physically and e-voting, then votes casted through e-voting shall only be taken into consideration and treated as valid whereas vote casted physically at the meeting shall be treated as invalid. Members are requested to follow the instruction below to cast their vote through e- voting.
- III. The e-voting period commences on 23rd September, 2014 and ends on 25th September, 2014. During this period shareholders of the Company, holding share either in physical form or in dematerialized form, as on the cut-off date of 14th August, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.

The instructions for voting electronically are as follows:

- (i) The voting period begins on 23rd day of September, 2014 at 10.00 A.M. and ends on the 25th day of September, 2014 at 6.00 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 14th August, 2014, 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 during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now, select the "Quest Financial Services Ltd." from the drop down menu and click on "SUBMIT".
- (v) 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, excluding the special characters.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to enter in capital letters the PAN field of 10 characters as First 2 Characters of the First Holder Name followed by 8 characters consisting of Folio Number prefix by "0" (or 8 characters from right of BO-ID). No special characters or space will be taken from the name and folio number and name shall be excluded of titles like Mr / Mrs / Smt / Miss / Ms / M/s etc. Example: (1) Mr. V. N. Swami and Folio Number is S/0245, the PAN will be VN000S0245. (2) M/s. 4-square Company Ltd. and Folio Number is C-0052 the PAN will be 4S000C0052.
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	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter in the Dividend Bank Details field the Number of Shares Held by you as on Cut-Off Date of 14th August, 2014.

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant "Quest Financial Services Ltd." on which you choose to vote.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (xix) Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.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. Additionally, the same is also to be e-mailed to the scrutinizer's e-mail Id: csniazahmed@gmail.com
- (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
19. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders on the cut-off date; i.e.: 14th August, 2014.
20. Mr. Niaz Ahmed, Practicing Company Secretary (Membership No. 15555) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
21. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
22. The results of the e-voting along with the scrutinizer's report shall be declared in the Annual General Meeting by the Chairman and will be placed in the Company's website www.questfinancial.in and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchange where the shares of the Company are listed.

Place : Kolkata
Date : 30.05.2014

By Order of the Board
For Quest Financial Services Ltd.

Sd/-
Rabindra Kumar Hisaria
Director
DIN-05170751



EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 4, 5 & 6

Mr. Bijay Kumar Agarwal was appointed as a Director of the Company on January 31, 2007 and Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey, were appointed as Directors of the Company on February 14, 2012. Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey, were holding office as Independent Directors of the Company and they were liable to retire by rotation as per the provisions of the Companies Act, 1956.

As per the Companies Act, 2013, the Company is required to appoint Independent Directors, including existing Independent Directors, for a fixed term and their office shall not be liable to be determined by retirement of directors by rotation. Accordingly, in compliance of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013, Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey, Directors, are proposed to be appointed as Independent Directors of the Company to hold the office till the conclusion of 39th AGM. Separate notices have been received from members proposing candidatures of Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey for the office of Independent Directors of the Company.

Accordingly, it is proposed to appoint Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey as Independent Directors of the Company in accordance with Section 149 of the Companies Act, 2013, not liable to retire by rotation and to hold office till the conclusion of 39th AGM or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines.

The Company has received from Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey, individually, (i) consent in writing to act as Director in prescribed Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

In the opinion of the Board, Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey fulfill the criteria of independence for their respective appointment as Independent Directors as specified in the Companies Act, 2013 and the Listing Agreement. Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey are independent of the management.

Copy of the draft letters of appointment setting out the terms and conditions of appointment of Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey are available for inspection, without any fee, by the members at the Company's registered office during normal hours on working days up to the date of AGM.

Mr. Bijay Kumar Agarwal, Mr. Rabindra Kumar Hisaria and Mr. Dinesh Kumar Pandey are interested in the resolutions set out respectively at Item Nos. 4, 5 & 6 of the Notice with regard to their respective appointments.

Save and except as mentioned above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set out respectively at Item Nos. 4, 5 & 6 of the Notice.

The Board recommends the resolutions set forth in the Item Nos. 4, 5 & 6 of the Notice for approval of the members.

Item No. 7

Mr. Prakash Kumar Jajodia, was appointed as a Whole-Time Director of the Company at the Annual General Meeting of the Company held on 30th September, 2013 with effect from 1st October, 2013 for a period of 5 (five) years ending on 30th September, 2018 and as per the terms of his appointment, he is not liable to retire by rotation.

As per the provisions of the Section 152(6) of the Companies Act, 2013, the period of office of at least two-third Directors, other than Independent Directors, of the Company shall liable to be determined by retirement of directors by rotation. However, whole-time directors who were earlier not liable to retire by rotation as per the provisions of the Companies Act, 1956, are now liable to retire by rotation as per the provisions of Section 152(6) of the Companies Act, 2013. Accordingly, it is proposed that the terms of appointment of Mr. Prakash Kumar Jajodia be amended to provide that he shall be liable to retire by rotation as per the provisions of Section 152(6) of the Companies Act, 2013. The other terms and conditions of his appointment including remuneration approved by the members of the Company at their meeting held on 30th September, 2013 shall remain unchanged. Further, it is proposed that the Board of Directors of the Company be authorized to vary the terms and conditions, including remuneration, of his appointment as per the provisions of the Companies Act, 2013 and the Rules made thereunder from time to time as they may deem fit.

Mr. Prakash Kumar Jajodia, Mr. Kishan Kumar Jajodia, Mr. Amit Jajodia and their relatives are interested in the resolutions set out respectively at Item No. 7 of the Notice with regard to variation in the terms of appointment Mr. Prakash Kumar Jajodia.

Save and except as mentioned above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the resolutions set forth in the Item No. 7 of the Notice for approval of the members.

Regd. Office:
Centre Point,
21, Hemanta Basu Sarani,
2nd Floor, Room No – 230,
Kolkata-700 001

Dated : 30th May, 2014

By Order of the Board
For Quest Financial Services Ltd.

Sd/-
Rabindra Kumar Hisaria
Director
DIN-05170751



**INFORMATION ON DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING
(PURSUANT TO CLAUSE 49(VI)(A) OF THE LISTING AGREEMENT)**

Name of Director	Date of Birth	Date of Appointment	Expertise in specific functional areas	Qualifications	Directorship in other Companies	Membership of Committee of the Board in other Companies	Nature of Directorship	No. of Shares Held in the Company	Remarks
Mr. Kishan Kumar Jajodia	28.07.1965	30.11.2010	25 years of experience in Finance and Trading & Manufacturing of garments & embroidery business.	B.Com (Hons)	1. Nova Merchants Pvt. Ltd. 2. Rivergrove Merchandise Pvt. Ltd. 3. Concord Vinimay Pvt. Ltd. 4. Burnpur Power Pvt. Ltd. 5. Jaisukh Dealers Ltd. 6. OFS Gem and Jewelleries Ltd. 7. JDL Gem and Jewelleries Ltd. 8. OFS Papers Ltd. 9. JDL Real Estates Ltd. 10. JDL Hosieries Ltd. 11. OFS Textiles Ltd. 12. OFS Properties Ltd. 13. JDL Consultants Ltd.	1	Non Executive Promoter Director	705000	Retiring by rotation at the forthcoming Annual General Meeting and being eligible seeks re-appointment.
Mr. Bijay Kumar Agarwal	02.03.1974	31.01.2007	17 years of experience in the field of Iron & Steel Trading.	B.Com	1. Twinkle Tradelink Pvt. Ltd. 2. Superfast Tradecom Pvt. Ltd.	NIL	Non Executive Independent Director	NIL	Appointment as an Independent Director as per provisions of the Companies Act, 2013.
Mr. Rabintra Kumar Hisaria	01.01.1962	14.02.2012	28 Years of experience in the field of Finance & Garments	B.Com & FCA	NIL	NIL	Non Executive Independent Director	NIL	Appointment as an Independent Director as per provisions of the Companies Act, 2013.

Name of Director	Date of Birth	Date of Appointment	Expertise in specific functional areas	Qualifications	Directorship in other Companies	Membership of Committee of the Board in other Companies	Nature of Directorship	No. of Shares Held in the Company	Remarks
Mr. Dinesh Kumar Pandey	22.08.1959	14.02.2012	27 years of experience in field of Finance and Trading	Higher Secondary	<ol style="list-style-type: none"> 1. Navyug Commodities Pvt.Ltd. 2. Rani sati Agro Tech Pvt Ltd. 3. Venkateshwar Tradelink Pvt Ltd. 4. Drake Commercials Pvt.Ltd. 5. Mukkadar Dealer Pvt Ltd. 6. JSB Tradecom Pvt Ltd. 7. Mahavira sales & Suppliers Trade Pvt Ltd. 8. Bajrangl Iron & sales Pvt Ltd. 	NIL	Non Executive Independent Director	NIL	Appointment as an Independent Director as per provisions of the Companies Act, 2013.
Mr. Prakash Kumar Jajodia	22.08.1971	30.11.2010	20 Years of Experience in Finance & embroidery designing & textile sector	Matriculation	<ol style="list-style-type: none"> 1. Nova Merchants Pvt. Ltd. 2. Rivergrove Merchandise Pvt. Ltd. 3. Concord Vinimay Pvt. Ltd. 4. Bumpur Power Pvt. Ltd. 5. Jaisukh Dealers Ltd. 6. OFS Gem and Jewelleries Ltd. 7. JDL Gem and Jewelleries Ltd. 8. OFS Papers Ltd. 9. JDL Real Estates Ltd. 10. JDL Hosteries Ltd. 11. OFS Textiles Ltd. 12. OFS Properties Ltd. 13. JDL Consultants Ltd. 	2	Executive Director	598000	Variation in terms of appointment as per new provision of the Companies Act, 2013.



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Phone No. (033) 3028 7790, Fax No. (033) 3028 7789
E-Mail Id : investorsquestfinancial@yahoo.com, Website : www.questfinancial.in

(To be handed over at the entrance of the Meeting Hall)

ATTENDANCE SLIP

Folio No.: _____ **DP ID No.:** _____ **Client ID No.:** _____

Name of Member(s): _____

Name of the Proxyholder: _____

Registered Address: _____

Number of Shares Held: _____

I hereby record my presence of the 34th ANNUAL GENERAL MEETING of the Company held on Monday, the 29th day of September, 2014 at 11.00 a.m. at the registered office of the Company at “Centre Point”, 21, Hemanta Basu Sarani, Room No.230, 2nd Floor, Kolkata -700 001

ELECTRONIC VOTING PARTICULARS

EVSN	PASSWORD & USER ID
140818051	Please refer Note No. 18 in the Notice of the Annual General Meeting.

SIGNATURE OF THE MEMBER/REPRESENTATIVE/PROXY*

***Strike out whichever is not applicable**



CIN: L65993WB1980PLC033060

“Centre Point”, 21, Hemanta Basu Sarani, Room No.230, 2nd Floor, Kolkata-700 001

Phone No. (033) 3028 7790, Fax No. (033) 3028 7789

E-Mail Id : investorsquestfinancial@yahoo.com, Website : www.questfinancial.in

PROXY FORM

Name of the member (s):

Registered address:

E-mail Id:

Folio / DP ID-Client ID No.

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

- (1) Name:.....Address.....
E-mail Id:.....Signature.....or failing him;
- (2) Name:.....Address.....
E-mail Id:.....Signature.....or failing him;
- (3) Name:.....Address.....
E-mail Id:.....Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company, to be held on Monday, the 29th day of September, 2014 at the registered office of the Company at “Centre Point”, 21, Hemanta Basu Sarani, 2nd Floor, Room No - 230, Kolkata - 700 001 at 11.00 a.m. and at any adjournment thereof of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of Financial Statements for the year ended 31 st March, 2014.		
2.	Re-appointment of Mr. Kishan Kumar Jajodia, who retires by rotation and being eligible, seeks re-appointment.		
3.	Appointment of M/s. Arun Jain & Associates, Chartered Accountants (Firm Registration No.325867E) as auditor of the Company and fix their remuneration.		
Special Business			
4.	Appointment of Mr. Bijay Kumar Agarwal as an Independent Director.		
5.	Appointment of Mr. Rabindra Kumar Hisaria as an Independent Director.		
6.	Appointment of Mr. Dinesh Kumar Pandey as an Independent Director.		
7.	Variation in terms of appointment of Mr. Prakash Kumar Jajodia, Whole-Time Director		

Signed this.....day of.....2014

Signature of shareholder.....

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

Affix
Revenue
Stamp not
less than
Re.1/-

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 34th Annual General meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate. *
4. Please complete all detail including details of member(s) in above box before submission.