



NOTICE

Notice is hereby given that the 17th Annual General Meeting of the Members of ASK Wealth Advisors Private Limited will be held on Tuesday, 8th August, 2023 at 11:15 a.m. at the registered office of the Company at Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai 400 030, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sunil Rohokale (DIN: 01896946), who retires by rotation as a Director, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **To regularize the appointment of Mr. Prateek Roongta (DIN: 00622797) as a Director of the Company in capacity of nominee director of BCP Topco XII Pte. Ltd. (“Blackstone”)**

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

“**RESOLVED THAT** pursuant to Sections 149, 152, 161 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the approval of Board of Directors appointing Mr. Prateek Roongta (DIN: 00622797) as an Additional Director in the capacity of Nominee Director representing BCP Topco XII Pte. Ltd. (“**Blackstone**”) with effect from 7th June, 2023, the consent of the members be and is hereby accorded for the appointment of Mr. Prateek Roongta (DIN: 00622797) as nominee director of the Company, representing Blackstone with immediate effect.

ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: cosec@askgroup.in

RESOLVED FURTHER THAT Mr. Sameer Koticha (DIN: 00075145), Chairman, Mr. Rajesh Saluja (DIN: 01714168), CEO & Managing Director, Mr. Sunil Rohokale (DIN: 01896946), Director, Mr. Hemchandra Gadre, Chief Financial Officer, Mr. Nipun Doshi, Compliance Officer and Ms. Priya Shah, Company Secretary (“**Authorized Persons**”) of the Company be and are hereby severally authorized to do all such acts, deeds and things and execute all documents or writings which are necessary, proper or expedient for the purpose of the appointment of Mr. Prateek Roongta (DIN: 00622797) as Director of the Company and giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies, Maharashtra, Mumbai and intimating and filing the necessary documents with any other concerned authority or such other regulatory body and for matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT a copy of the above resolution certified to be true by any of the Directors and/ or Key Managerial Personnel of the Company be forwarded to the concerned authorities for necessary action.”

4. **To regularize the appointment of Mr. Aniket Damle (DIN: 08538557) as a Director of the Company in capacity of nominee director of BCP Topco XII Pte. Ltd. (“Blackstone”)**

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

“**RESOLVED THAT** pursuant to Sections 149, 152, 161 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the approval of Board of Directors appointing Mr. Aniket Damle (DIN: 08538557) as an Additional Director in the capacity of Nominee Director representing BCP Topco XII Pte. Ltd. (“Blackstone”) with effect from 7th June, 2023, the consent of the members be and is hereby accorded for the appointment of Mr. Aniket Damle (DIN: 08538557) as nominee director of the Company, representing Blackstone with immediate effect.

RESOLVED FURTHER THAT Mr. Sameer Koticha (DIN: 00075145), Chairman, Mr. Rajesh Saluja (DIN: 01714168), CEO & Managing Director, Mr. Sunil Rohokale (DIN: 01896946), Director, Mr. Hemchandra Gadre, Chief Financial Officer, Mr. Nipun Doshi, Compliance Officer and Ms. Priya Shah, Company Secretary (“**Authorized Persons**”) of the Company be and are hereby severally authorized to do all such acts, deeds and things and execute all documents or writings which are necessary, proper or expedient for the purpose of the appointment of Mr. Aniket Damle (DIN: 08538557) as Director of the Company and giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies, Maharashtra, Mumbai and intimating and filing the necessary documents with any other concerned authority or such other regulatory body and for matters connected therewith or incidental thereto.



RESOLVED FURTHER THAT a copy of the above resolution certified to be true by any of the Directors and/ or Key Managerial Personnel of the Company be forwarded to the concerned authorities for necessary action.”

**By order of the Board
For ASK Wealth Advisors Private Limited**

**Sd/-
Priya Shah
Company Secretary
(ICSI Membership No. ACS 48128)**

**Place: Mumbai
Date: 13th July, 2023**

Registered Office:
Birla Aurora, 16 Level,
Office Floor 9, Dr. Annie Besant Road,
Worli, Mumbai - 400 030.



NOTES

1. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting (AGM) are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
2. The attendance slip for the members is annexed hereto this notice. Members should bring the attendance slips duly filled in at the meeting to avoid any inconvenience.
3. Explanatory Statement as required to be furnished under Section 102 of the Companies Act, 2013 is annexed to this notice.
4. Pursuant to the Secretarial Standard-2 on “General Meetings” issued by the Institute of Company Secretaries of India (ICSI), brief resume and relevant details of the Directors proposed to be appointed at the ensuing Annual General Meeting and route map of the venue of the meeting is stated in the Annexure to the Notice.
5. All the documents/ statutory registers as required under the Companies Act, 2013 read with rules framed thereunder shall be placed at the meeting for inspection by members (including their authorized representatives) and shall also be available for inspection at the registered office of the Company during business hours.

ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: cosec@askgroup.in



The following Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 sets out all material facts relating to the Special Business mentioned in the following Items in the accompanying Notice of the Annual General Meeting.

Item No. 3 & 4

Pursuant to the terms of the (A) Share Purchase Agreement (“SPA”) entered into amongst the ASK Investment Managers Limited (“ASKIM”), the Parties identified as Sellers under the SPA and BCP Topco XII Pte. Ltd. (“Blackstone”) dated September 6, 2021, the amendment agreement to the SPA dated February 5, 2022; and letter amendment agreement to SPA dated February 10, 2022 (B) Shareholders’ Agreement (“SHA”) entered into amongst (i) ASKIM, (ii) Mr. Sameer Koticha, (iii) Fortress Trust, (iv) Mr. Sunil Rohokale, (v) Mr. Bharat Shah, (vi) Mr. Rajesh Saluja, (vii) Mr. Amit Bhagat; and (viii) Blackstone dated September 6, 2021, and the amendment agreement to the SHA dated February 5, 2022, the Board had approved the appointment of Mr. Prateek Roongta (DIN: 00622797) and Mr. Aniket Damle (DIN: 08538557) as additional Non-Executive Nominee Directors of the Company, representing Blackstone at the Board Meeting held on 7th June, 2023.

Pursuant to the provisions of Section 152 of Companies Act, 2013, the regularization of aforesaid appointment from additional director to director requires approval of Members of the Company through ordinary resolution at a duly convened General Meeting.

Accordingly, the Board recommends the Ordinary Resolutions as set out at item no. 3 & 4 of the accompanying Notice in relation to regularization of appointment of above named Directors of the Company for approval of the members.

A Note in terms of Clause 1.2.5 of secretarial standards on general meetings (SS-2) issued by the Institute of Company Secretaries of India in relation to the details of above mentioned Directors are duly enclosed herewith.

Except Mr. Prateek Roongta and Mr. Aniket Damle, none of the Directors or Key Managerial Personnels (KMPs) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item no. 3 & 4 of the accompanying Notice. Mr. Prateek Roongta and Mr. Aniket Damle are not related to any other Directors or Key Managerial Personnels (KMPs) of the Company.

ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: cosec@askgroup.in

NOTES TO THE EXPLANATORY STATEMENT IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Information about the Appointee

Sr. No.	Particulars	Mr. Sunil Rohokale	Mr. Prateek Roongta	Mr. Aniket Damle
1	Age	53 Years	46 Years	29 Years
2	Qualifications	1. Bachelor Degree in Engineering, University of Poona 2. MBA From University of Poona	1. Bachelor Degree in Commerce, University of Delhi 2. Chartered Accountant (CA) from Institute of Chartered Accountants of India (ICAI) 3. Company Secretary (CS) from Institute of Company Secretaries of India (ICSI) 4. MBA from IIM, Ahmedabad	1. Bachelor Degree in Mechanical Engineering, Indian Institute of Technology Bombay.
3	Experience	He has been associated with the Group since 2008 and has been on the Board since 2020. He has over 25 years of vast experience in the Banking and Finance industry. He was previously associated with ICICI Bank.	He is a Managing Director at Blackstone Advisors India Private Limited and is responsible for providing strategic direction and leadership to Blackstone portfolio companies in India. Mr. Roongta has more than 20 years' experience in advising Banks and NBFCs on topics of strategy, operations and digital	He is a Senior Associate in the Blackstone Private Equity Group based in Mumbai. Mr. Damle joined Blackstone in 2017. Since joining Blackstone, he has been involved in the execution of Blackstone's investments in ASK Investment Managers, EPL Limited (formerly known as Essel

ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: cosec@askgroup.in

			transformation. Previously, he worked at Boston Consulting Group, True North Managers LLP and Kearney.	Propack Limited), Sona Comstar, Piramal Glass and VFS Global. Prior to joining Blackstone in 2017, he worked as a management consultant with McKinsey & Company.
4	Terms & Conditions of appointment	Re-appointment as Director of the Company, liable to retire by rotation to comply with the provisions of Section 152 of the Companies Act, 2013	As per the terms of the Share Holders Agreement dated September 6, 2021	As per the terms of the Share Holders Agreement dated September 6, 2021
5	Remuneration proposed	Nil	Nil	Nil
6	Remuneration last drawn	Nil	Nil	Nil
7	Date of first appointment	16/08/2018	07/06/2023	07/06/2023
8	Shareholding in the Company	Nil	Nil	Nil
9	Relationship with other Directors, Manager and other KMPs	None	None	None
10	Number of Meetings of the Board attended during the year	5/5	NA	NA
11	Other Directorships	<ol style="list-style-type: none"> 1. ASK Investment Managers Limited 2. ASK Property Investment Advisors Private Limited 3. ASK Family Office and Investment Advisers Private Limited 	<ol style="list-style-type: none"> 1. Fino Payments Bank Limited 2. Aadhar Housing Finance Limited 3. Fino Paytech Limited 	<ol style="list-style-type: none"> 1. EPL Limited 2. ASK Financial Holdings Private Limited

ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: cosec@askgroup.in

		<p>4. ASK Pravi Capital Advisors Private Limited</p> <p>5. ASK Financial Holdings Private Limited</p> <p>6. ASK Property Advisory Services Private Limited*</p> <p>7. Nivara Home Finance Limited</p> <p>8. Geetanjali and Sunil Rohokale Foundation</p> <p>9. ASK Capital Management Pte. Limited, Singapore</p> <p>10. ASK India Real Estate Special Opportunities Fund Pte. Limited</p> <p>11. ASK India Real Estate Special Situations Fund Pte. Limited</p> <p>12. ASK India Real Estate Special Opportunities Fund IV VCC</p> <p>13. ASK Investment Funds 1 VCC</p> <p>14. ASK Investment Funds ICAV</p> <p>15. ASK Investment Fund 2 VCC</p>		
12	Membership/ Chairmanship of Committees of other Boards	As per below table	None	As per below table

**under the process of strike-off*

ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: coscec@askgroup.in



Committee details for Mr. Sunil Rohokale

Sr. No.	Name of the Company	Name of the Committee	Chairman/ Member
1.	ASK Investment Managers Limited	Corporate Social Responsibility Committee	Member
2.	ASK Financial Holdings Private Limited	Risk Management Committee	Member

Committee details for Mr. Aniket Damle

Sr. No.	Name of the Company	Name of the Committee	Chairman/ Member
1.	EPL Limited (formerly known as Essel Propack Limited)	Risk Management Committee	Member
2.	EPL Limited (formerly known as Essel Propack Limited)	Security Committee	Member

ASK Wealth Advisors Private Limited

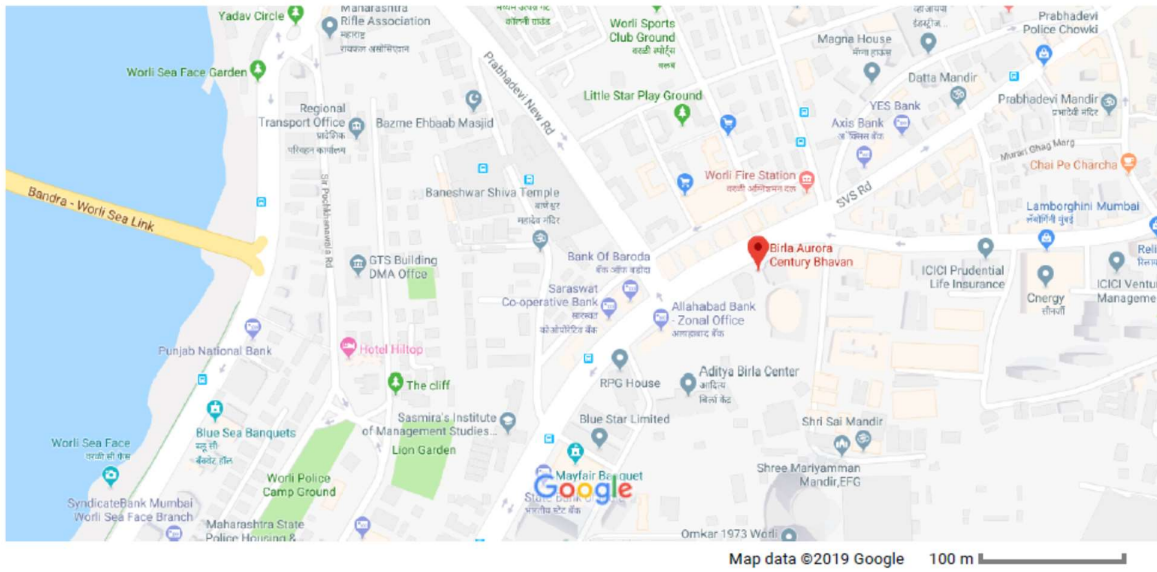
CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: cosec@askgroup.in

ROUTE MAP

Google Maps Birla Aurora Century Bhavan



ASK Wealth Advisors Private Limited

CIN : U67190MH2006PTC162465

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: coscec@askgroup.in