

PRAGATI FINSERV PRIVATE LIMITED

NOTICE

NOTICE is hereby given that an Extraordinary General Meeting (“EGM”) of the shareholders of Pragati Finserv Private Limited (the “Company”) will be held at shorter notice on **Monday, the 22nd day of November 2021 at 4.30 PM** at the registered office of the Company at **4th Floor, MB Towers, Road No. 10, Avenue 4, Banjara Hills, Hyderabad, Telangana – 500 034** to transact the following business:

SPECIAL BUSINESS:

1. Approval for increasing the Authorized Share Capital of the Company

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to Section 13 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including statutory modifications or reenactment thereof for the time being in force), the approval of the Company be and is hereby accorded for increasing the authorized share capital of the Company from existing INR 10,00,000 (Rupees Ten Lakhs) to INR 25,10,00,000 (Rupees Twenty-Five Crore and Ten Lakhs only).

RESOLVED FURTHER THAT the existing clause V of the Memorandum of Association of the Company be substituted with the following clause:

V. The Authorized Share Capital of the Company shall be Rs. 25,10,00,000 (Rupees Twenty-Five Crore and Ten Lakhs Only) divided into 2,51,00,000 (Two Crore Fifty One Lakh Only) Equity Shares of Rs 10/- (Rupees Ten) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into different classes and to attach thereto respectively such preferential or special rights or privileges or conditions as may be determined by or in accordance with the regulations of the company.

RESOLVED FURTHER THAT approval be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

**By Order of the Board of Directors
For Pragati Finserv Private Limited**

**Sreejith Raj P
Company Secretary**

Place: Chennai

Date: November 22, 2021

PRAGATI FINSERV PRIVATE LIMITED

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

A proxy form, duly completed and stamped, must reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.

2. Attendance slip and proxy form are annexed hereto.
3. Corporate Members intending to send their authorized representative to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such representative to attend and vote on their behalf at the meeting.
4. All the relevant documents referred in this Notice shall remain open for inspection by the Members of the Company at the Registered Office from 10:00 AM to 4:00 PM on all working days (except Saturday) upto the date of this Extra-ordinary General Meeting.
5. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.

Route map to the venue of Extraordinary General Meeting



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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item 1: Approval for increasing the Authorized Share Capital of the Company

The present Authorised Share Capital of the Company is Rs. 10,00,000 (Rupees Ten Lakh Only) comprising of 10,000 (Ten Thousand Only) Equity Shares of Rs.10/- each. Considering the fund requirements of the Company, the Board of Directors had accorded its approval for increasing the Authorised Share Capital from Rs. 10,00,000 to Rs. 25,10,00,000 by creation of 2,50,00,000 additional equity shares of Rs.10/- each, subject to shareholders approval. The additional equity shares of Rs.10/- each will rank pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequent to the proposed increase of authorised capital, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting. A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in the note no. 4 to this Notice.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

By Order of the Board of Directors

For Pragati Finserv Private Limited

Sreejith Raj P
Company Secretary

Place: Chennai

Date: November 22, 2021