



# CHAITANYA INDIA FIN CREDIT PRIVATE LIMITED

Registered Office: # 145, 2nd Floor, NR Square, 1st Main Road, Sirsi Circle, Chamrajpet, Bangalore - 560018

Tel: 080-26750010, 080-26756767

CIN NO: U67190KA2009PTC049494

## SHORTER NOTICE OF FIRST EXTRA ORDINARY GENERAL MEETING

SHORTER NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF CHAITANYA INDIA FIN CREDIT PRIVATE LIMITED WILL BE HELD ON WEDNESDAY, 6<sup>TH</sup> NOVEMBER 2019 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT NO. 145, 2<sup>ND</sup> FLOOR, NR SQUARE, 1<sup>ST</sup> MAIN ROAD, SIRSI CIRCLE, CHAMRAJPET, BANGALORE- 560018, KARNATAKA, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

### SPECIAL BUSINESS:

#### 1. TO ALTER THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass with or without modification/s the following resolution as Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 13 of the Companies Act, 2013, and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), subject to approval of Registrar of Companies, the approval of members of the Company be and is hereby accorded to alter the object clause 3A ( Main Objects) of the Memorandum of Association of the Company by insertion of the following Clause under 3(A):

4. To set up or acquire companies for the purpose of carrying on the business related to asset management, mutual fund and to act as sponsor or co-sponsor by undertaking financial and commercial obligations required to constitute and/or settle any trust or any undertaking to establish any mutual fund or trust in and / or outside India with the prior approval of the concerned Authorities, with a view to issue units, stocks, securities, certificates or other documents, based on or representing any or all assets appropriated for the purposes of any such trust and to settle and regulate any such trust and to issue, hold or dispose of any such units, stocks, securities, certificates or other documents.

#### 2. TO APPOINT MS. PRATIMA RAM (DIN: 03518633) AS INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions 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), consent of the members of the Company be and is hereby accorded to appoint Ms. Pratima Ram (DIN: 03518633) to the office of Independent director, to hold such office for five consecutive years and shall not be liable to retire by rotation hereinafter, in accordance with the provisions of the Companies Act, 2013."

**"RESOLVED FURTHER THAT,** the Directors/Company Secretary of the Company be and are authorised severally to sign and file E-form DIR-12 and such other forms and documents as may be

Head Office : # 98, Third Floor, Sirsi Circle, Mysore Road, Chamarajpet, Bangalore - 560078

corporate@chaitanyaindia.in www.chaitanyaindia.in





# CHAITANYA INDIA FIN CREDIT PRIVATE LIMITED

Registered Office: # 145, 2nd Floor, NR Square, 1st Main Road, Sirsi Circle, Chamrajpet, Bangalore - 560018

Tel: 080-26750010, 080-26756767

CIN NO: U67190KA2009PTC049494

necessary with Registrar of Companies, Karnataka and make entries in the statutory records and register of the company and to do all such acts, deeds and things as may be necessary or expedient thereto to give effect to the aforesaid resolution.”

**By Order of the Board**

**For Chaitanya India Fin Credit Private Limited**

**Dimple J shah**  
Company Secretary  
ACS: A36349



**Date: 05.11.2019**

**Place: Bangalore**

**Notes:**

1. Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such a proxy need not be member of the company.
2. Proxies, in order to be effective, must be received in the enclosed Proxy Form by the Company at its Head Office not less than forty-eight hours before the time fixed for the meeting.
3. Authorized representative can attend the meeting on behalf of Body Corporate.
4. Members are requested to notify immediately any change in their address to the company.
5. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business is annexed hereto.

**Route Map:** <http://www.chaitanyaindia.in/contact-us.php>



**Head Office :** # 98, Third Floor, Sirsi Circle, Mysore Road, Chamrajpet, Bangalore - 560018

corporate@chaitanyaindia.in www.chaitanyaindia.in





# CHAITANYA INDIA FIN CREDIT PRIVATE LIMITED

Registered Office: # 145, 2nd Floor, NR Square, 1st Main Road, Sirsi Circle, Chamrajpet, Bangalore - 560018

Tel: 080-26750010, 080-26756767

CIN NO: U67190KA2009PTC049494

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

### ITEM NO 1:

The Company is proposing to acquire and carry the business related to asset management, mutual fund and to act as sponsor or co-sponsor. The Company is required to alter the object clause of MOA to carry the business related to asset management and mutual funds. The Board of Directors (the "Board") at its meeting held on 5<sup>th</sup> November 2019 has approved the alteration of object clause of MOA.

The Board recommends the Resolution at Item No. 1 of the accompanying Notice for the approval of the Members of the Company as Special Resolution.

Draft copy of amended Memorandum of Association is available at the Registered Office of the Company and remain available for inspection during the office hours on any working day, except Sundays, between 10.00 a.m. to 5.00 p.m. upto the conclusion of the meeting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the passing of the Resolution at Item No. 1.

### ITEM NO 2:

The Board at the meeting held on 5<sup>th</sup> November, 2019, on the recommendation of the Nomination & Compensation Committee ('the Committee'), recommended for the approval of the Members, the appointment of Ms. Pratima Ram as Independent Director of the Company, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'). The Committee and the Board are of the view that, the company would benefit from the knowledge and experience of Ms. Pratima Ram.

The Company has received a declaration of independence from Ms. Pratima Ram. In the opinion of the Board, Ms. Pratima Ram fulfils the conditions specified in the Companies Act, 2013, for appointment as Independent Director of the Company.

A copy of the draft Letter of Appointment for Independent Director, setting out terms and conditions of appointment of Independent Director is available for inspection at the Registered Office of the Company during business hours on any working day.

A brief profile of Ms. Pratima Ram including nature of her expertise, is attached along with notice.

Ms. Pratima Ram does not hold any share in the Company, either in her individual capacity or on a beneficial basis for any other person.





# CHAITANYA INDIA FIN CREDIT PRIVATE LIMITED

Registered Office: # 145, 2nd Floor, NR Square, 1st Main Road, Sirsi Circle, Chamrajpet, Bangalore - 560018

Tel: 080-26750010, 080-26756767

CIN NO: U67190KA2009PTC049494

None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested financially or otherwise in the passing of the Resolution at Item No. 2.

The Board commends the Special Resolution as set out at item no. 2 for approval of the Members.

**By Order of the Board**  
**For Chaitanya India Fin Credit Private Limited**

**Dimple J shah**  
**Company Secretary**  
**ACS: A36349**

