

NOTICE OF THE 1ST EXTRAORDINARY GENERAL MEETING OF THE COMPANY (01/2020-2021)

Notice is hereby given that the 1st (2020-21) Extraordinary General Meeting of the Shareholders of Samunnati Financial Intermediation & Services Private Limited (“Company”) will be held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) on Monday, October 05, 2020, at 10:00 AM IST in compliance with all the applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020, and other applicable circulars issued by the Ministry of Corporate Affairs (“MCA”), to transact the business set out below. Members participating through the VC / OAVM facility shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013.

SPECIAL BUSINESS

ITEM NO. 1

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:

To approve revision in the tenure of re-appointment of M/s Walker Chandiook & Co LLP (Firm Registration No. 001076N /N500013), as the Statutory Auditors of the Company to 4 (four) consecutive years, commencing from the conclusion of 6th Annual General Meeting till the conclusion of 10th Annual General Meeting (AGM) (to be held in 2024) and to fix their remuneration:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and in supersession of the earlier resolution passed by the Shareholders on August 12, 2020, and pursuant to the recommendations of the Audit Committee and the Board of Directors, the Shareholders do hereby accord their approval for the revision in the tenure of re-appointment of M/s. Walker Chandiook & Co LLP(Reg No.001076N/N500013), as the Statutory Auditors of the Company for a period of 4 (four) consecutive years to hold office from the conclusion of the 6th AGM till the conclusion of 10th AGM; and the Board of Directors of the Company be and are hereby authorised to negotiate and fix the remuneration of Statutory Auditors for the Financial Years 2020-21 to 2023-24.”

By Order of the Board
For Samunnati Financial Intermediation & Services Private Limited

Place: Chennai
Date: September 10, 2020



Anil Kumar S G
Director & CEO
DIN:01189011

SAMUNNATI FINANCIAL INTERMEDIATION & SERVICES PRIVATE LIMITED

Regd. Office & Corporate Office: Baid Hi Tech Park, 8th Floor, No 129 B, East Coast Road, Thiruvannamiyur, Chennai - 600 041
Website: www.samunnati.com | E-mail ID –info@samfin.in | CIN - U65990TN2014PTC096252 | 044-66762400

Notes:

- 1) A shareholder entitled to attend the meeting, is also entitled to appoint a proxy to attend instead of himself/herself, and such a proxy need not be a shareholder of the Company subject to provisions of the Articles of Association. As per Section 105 of the Companies Act, 2013 and Rule 19, Sub-Rule (2) of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.
- 2) The instrument of Proxy in order to be effective, should be deposited at/ emailed to the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of 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) Corporate members intending to nominate their authorised representatives to attend the meeting are requested to send to the Company, a certified copy of the latest Board Resolution authorising their representatives to attend and vote on their behalf at the meeting.
- 4) The explanatory statement as required under Section 102(1) of the Companies Act, 2013, in respect of item No. 1 is annexed hereto and forms an integral part of the Notice.
- 5) The members may kindly note that since the Extraordinary General Meeting of the Company is scheduled to be held on a virtual platform, the login credentials shall be shared with the members along with the instructions for logging in, to their registered mail ids. In case of any clarifications in this regard members can reach out to us at secretarial@samunnati.com.

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ANNEXURE TO NOTICE**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO.1****SPECIAL BUSINESS:****ORDINARY RESOLUTION:**

To approve revision in the tenure of re-appointment of M/s Walker Chandiook & Co LLP (Firm Registration No. 001076N /N500013), as the Statutory Auditors of the Company to 4 (four) consecutive years, commencing from the conclusion of 6th Annual General Meeting till the conclusion of 10th Annual General Meeting (to be held in 2024) and to fix their remuneration:

The Company had appointed M/s Dandekar & Co as the first auditors of the Company for FY 2014-15, to hold office till the conclusion of the first Annual General Meeting (AGM) of the Company, at the Board Meeting held on June 27, 2014. Due to the resignation of the first auditors prior to signing of the financials for FY 2014-15, M/s Walker Chandiook & Co LLP (“WCC”) were appointed (by the Board & shareholders at an Extraordinary General Meeting (“EGM”) on July 09, 2015 & July 24, 2015 respectively), to fill the casual vacancy caused on account of resignation of the first auditors; and to hold office till the conclusion of the first AGM of the Company. Consequently, the financials for the FY 2014-15 were signed by WCC.

WCC were appointed as the Statutory Auditors of the Company for a period of 5 (Five) consecutive years from FY 2015-16 to FY 2019-20 at the first Annual General Meeting (“AGM”) held on September 30, 2015. They were appointed for a period of 5 (Five) consecutive years from the conclusion of the 1st AGM till the conclusion of the 6th AGM.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, the first term of appointment of M/s. Walker Chandiook & Co LLP (Reg No.001076N/N500013) expired at the conclusion of the 6th AGM.

The Audit Committee at its Meeting held on July 01, 2020, the Board at its Meeting held on July 02, 2020 and the shareholders at the 6th AGM held on August 12, 2020, re-appointed WCC as the Statutory Auditors of the Company for a second term of 5 years, inadvertently, not taking into account their appointment on account of casual vacancy for the year of incorporation of the Company.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (“the Act”), which allows the appointment of Statutory Auditors for 2 (two) terms of 5 years each i.e. 10 (ten) years in aggregate, and as recommended by the Audit Committee and Board of Directors of the Company, the approval of the shareholders is now sought to revise the tenure of re-appointment of WCC for a second term of 4 (Four) consecutive years only from the conclusion of the 6th AGM till the conclusion of the 10th AGM of the Company and to authorise the Board of Directors to fix their remuneration from FY 2020-21 to FY 2023-24.

The Audit Committee, at its Meeting held on September 09, 2020 and the Board at its Meeting held on September 10, 2020 had approved the proposed revision in the tenure of re-appointment of M/s Walker Chandiook & Co LLP (Firm Registration No. 001076N /N500013), as the Statutory Auditors of the Company to 4 (four) consecutive years, commencing from the conclusion of 6th Annual General Meeting till the conclusion of 10th Annual General Meeting and recommends the resolution as set out under Item No. 1 for the approval of the Shareholders.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, either financially or otherwise, in this resolution except to the extent of their shareholding. Your Directors recommend the Ordinary Resolution set forth in item No. 1 for your approval.

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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]

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

I / We, being the holder(s) of shares of the above named Company, hereby appoint:

1. NAME : _____
2. ADDRESS : _____
3. E-MAIL ID : _____
4. SIGNATURE: _____ or failing him.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Monday, October 05, 2020, at 10:00 AM IST and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	Votes (For/ Against)		
1.	To approve revision in the tenure of re-appointment of M/s Walker Chandiok & Co LLP (Firm Registration No. 001076N /N500013), as the Statutory Auditors of the Company to 4 (four) consecutive years, commencing from the conclusion of 6 th Annual General Meeting till the conclusion of 10 th Annual General Meeting (to be held in 2024) and to fix their remuneration			

Signed this..... day of 2020.

Signature of Shareholder: _____

Signature of Proxy holder(s): _____

Affix Re. 1
Revenue
Stamp

NOTE:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company/send by email on secretarial@samunnati.com, not less than 48 hours before the commencement of the Meeting and such proxy need not be a member of the Company.
2. Proxy to vote in the manner as indicated in the box above. It is optional to put tick 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.
3. Please complete all details including your membership details in above box before submission Blank/Incomplete Proxies shall be considered as invalid.

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