

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE TWENTY SECOND ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF PINE LABS PRIVATE LIMITED (“THE COMPANY”) IS SCHEDULED TO BE HELD ON WEDNESDAY, THE 30TH DAY OF DECEMBER, 2020 AT 09:30 A.M. THROUGH VIDEO CONFERENCE, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- 1) To consider and adopt the Audited Financial Statements (Standalone and consolidated) for the year ended on March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon and in this regard;**

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

“RESOLVED THAT the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended on March 31, 2020, comprising of Balance Sheet as on 31st March, 2020, Statement of Profit & Loss Account for the year ended 31st March, 2020 along with the reports of the Board of Directors and the Auditors thereon laid before this meeting, be and are hereby considered and adopted by the Members.”

SPECIAL BUSINESS:

- (1) APPOINTMENT OF MR. NITISH KUMAR ASTHANA AS DIRECTOR OF THE COMPANY**

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

“RESOLVED THAT Mr. Nitish Kumar Asthana was appointed as an Additional Director of the Company by the Board, w.e.f. October 31, 2020 in terms of provisions of Section 161(1) of the Companies Act, 2013 read with rules made thereunder and whose term of office expires at this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director and / or Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary to give effect to the above resolution and make necessary filings in this regard with the Registrar of Companies

Date: December 08, 2020
Place: Delhi

By Order of the Board
For Pine Labs Private Limited

Registered Office:

207, Gupta Arcade, Plot No. 5, L.S.C, Mayur
Vihar Phase -1 Extension, Delhi - 110091
CIN: U65910DL1998PTC093878
E-mail ID: cosecy@pinelabs.com

Anuradha Aggarwal
Anuradha Aggarwal
Company Secretary
FCS:7866

Address: House No 88, Sector 10A,
Vasundhra Ghaziabad - 201012

Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) allowed conducting Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispensed with the physical presence of the members at the AGM. Accordingly, the MCA issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”), without the physical presence of the members at a common venue.
2. In accordance with the aforesaid MCA Circulars and provisions of the Companies Act, 2013 (‘the Act’), the AGM of the Company is being held through VC. The detailed procedure for participation in the AGM through VC is annexed hereto.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes.
4. Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the AGM.
5. A Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. The Statutory Registers required to be kept open for inspection at the AGM of the Company under the Act read with Rules made thereunder, will be available for online inspection during the AGM by any person having the right to attend the AGM.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013:**ITEM NO. 1**

The management of the Company had appointed Mr. Nitish Kumar Asthana as an additional Director of the Company w.e.f October 31, 2020.

As per the provisions of the Companies Act, 2013, the “Additional Director” so appointed shall hold office upto the date of the next Annual General Meeting. It is proposed to appoint Mr Nitish Kumar Asthana as a Director of the Company and the said appointment of Mr. Nitish Kumar Asthana requires the consent of the members by way of an Ordinary Resolution.

A brief profile covering the details of his age, qualification, experience, terms and conditions of appointment, etc. as required pursuant to the Secretarial Standards on General Meetings, is as below:

Sl. No.	Name of the Director	Mr. Nitish Kumar Asthana
1	DIN	06925881
2	Date of birth	27/08/1974
3	Educational qualifications	B. Com & PGDM
4	Background and relevant experience	22 years of experience in payments and insurance Industry
5	Terms and conditions of appointment	
6	Other Directorships	NIL
7	Number of shares held in the Company	NIL

None of the Directors/Promoter(s) of the Company or their relatives are, except Mr Nitish Kumar Asthana, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 1 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the shareholders.

Date: December 08, 2020**Place: Delhi****By Order of the Board
For Pine Labs Private Limited****Registered Office:**

207, Gupta Arcade, Plot No. 5, L.S.C, Mayur

Vihar Phase -1 Extension, Delhi - 110091

CIN: U65910DL1998PTC093878**E-mail ID:** cosecy@pinelabs.com*Anuradha Aggarwal***Anuradha Aggarwal****Company Secretary****FCS:7866****Address: House No 88, Sector 10A,****Vasundhra Ghaziabad - 201012**

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CIN No.: U67100DL1998PTC093878

**GUIDANCE TO ATTEND THE ANNUAL GENERAL MEETING THROUGH
VIDEO CONFERENCING**

1. Shareholders/Directors/Auditors are requested to attend the meeting through Video Conference.
2. The link for joining the meeting will be provided to the respective attendees. The meeting link shall be open to join the meeting fifteen minutes before the scheduled time and shall remain fifteen minutes after the scheduled time.
3. Attendees are requested to click on the link to join the meeting. If the Microsoft teams is not downloaded in system of some of the members, please choose the option to join through Web Brower, without downloading the Microsoft teams app.
4. The page for the meeting will be displayed on the respective screens.
5. All attendees are requested to enable their Video as well as Audio during the meeting.
6. Attendees can cast their question during the meeting.
7. Voting will be done via show off hands unless the poll has been demanded by the shareholder during the meeting.
8. In case Poll is demanded then shareholders are required to cast their votes to the registered email ID mentioned in the notice of the AGM.ie. cosecy@pinelabs.com