

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

To  
The Members/Auditors/Directors,

NOTICE is hereby given that an Extra Ordinary General Meeting of Pine Labs Private Limited (“**the Company**”) will be held on **Wednesday, April 29, 2020 at 10.00 A.M. IST** through Webex, at shorter notice.

### **SPECIAL BUSINESS:**

#### **(1) INCREASE IN AUTHORISED SHARE CAPITAL**

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

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61(1)(a) and 64 read with Rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) the authorised share capital of the Company be and is hereby increased from existing INR 12,29,07,700/- (Rupees Twelve Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) divided into 12,29,07,700 Equity Shares of INR 1/- each to INR 14,29,07,700 (Rupees Fourteen Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) divided into 14,29,07,700 equity shares of INR 1 (Rupee One) each, by way of creation of an additional 2,00,00,000 (Two Crore) equity shares of INR 1 (Rupee One) each with a power of company to increase, reduce or modify the capital and to divide all or any of the shares in the capital of the company, for the time being, and to classify and reclassify such shares from shares of one class into shares of other class or classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by the company in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges, conditions or restrictions, in such manner and by such persons as may, for the time being, be permitted under the provisions of the Articles of Association of the Company or legislative provisions for the time being in force in that behalf.

**RESOLVED FURTHER THAT** the existing Clause V of the Memorandum of Association of the Company as to equity share capital be and is hereby amended by substituting thereby the following clause:

*V. The Authorised Share Capital of the Company is Rs. 14,29,07,700 (Rupees Fouteen Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) divided into 14,29,07,700 (Fourteen Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) equity shares of Re 1 (Rupee One only) each.*

Corporate Office: Pine Labs Pvt. Ltd., Candor TechSpace, 4<sup>th</sup> & 5<sup>th</sup> Floor, Tower 6, Plot No. B2, Sector 62, Noida, U.P.-201309, India Phone: +91 120 495 1500 Fax: +91 120 417 4300

Regd. Office: 207, Gupta Arcade, Plot No. 5, L.S.C. Mayur Vihar, Phase 1 Extension, Delhi-110091

Phone: +91 11 2271 7886 | Fax: +91 11 2271 7887 | Email: info@pinelabs.com | Web:

www.pinelabs.com

CIN No.: U65910DL1998PTC093878

PLPL/Notice of EGM

**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company, be and are hereby severally authorized to file necessary forms and documents with the Registrar of Companies and to do all other acts and deeds as may be necessary or incidental thereto for the purpose of giving effect to the aforesaid resolution.”

**(2) APPOINTMENT OF MS. SHALINI SAXENA 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** Ms. Shalini Saxena was appointed as an Additional Director of the Company by the Board, w.e.f. March 17, 2020 in terms of provisions of Section 161(1) of the Companies Act, 2013 read with rules made thereunder, 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: April 28, 2020**  
**Place: Delhi**

**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](mailto:cosecy@pinelabs.com)

**By Order of the Board**  
**For Pine Labs Private Limited**

**ANURADHA AGGARWAL**  
**Anuradha Aggarwal**  
**Company Secretary**  
**FCS:7866**  
**Address: House No 88, Sector 10A,**  
**Vasundra Ghaziabad - 201012**

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**Notes:**

1. Due to Covid-19 restrictions, this Meeting is being scheduled by Webex, in accordance with the provisions of the Companies Act, 2013 and the MCA Circular issued on April 8, 2020 and April 13, 2020 in this regard. Please note that the Members are not entitled to appoint Proxy. Therefore, no Proxy form is provided with the Notice of the general meeting.
2. 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 Extraordinary General Meeting.
3. Members Authorised Representatives attending the meeting are requested to bring the Attendance Slip (duly completed) to the Meeting.
4. 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.
5. Documents referred to in the Notice are available for online inspection. At the request of the member of the Company, required document can be mailed for the purpose.

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**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013:**

**ITEM NO. 1**

The Company requires fund for its day to day operations. The Company is a Private Limited Company and presently, the authorised capital of the company is INR 12,29,07,700/- (Rupees Twelve Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) divided into 12,29,07,700 Equity Shares of INR 1/- each. In order to expand the Capital base for infusion of additional funds by way of share capital, it is proposed to increase the Authorised Share Capital from the existing INR 12,29,07,700 /- (Rupees Twelve Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) divided into 12,29,07,700 Equity Shares of INR 1/- each to INR 14,29,07,700 /- (Rupees Fourteen Crores Twenty Nine Lakhs Seven Thousand Seven Hundred Only) divided into 14,29,07,700 Equity Shares of INR 1/- (Rupee One Only) each subject to compliance of statutory provisions of the Companies Act, 2013 and also to amend Clause V of the Memorandum of Association in this regard.

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

**ITEM NO. 2**

The management of the Company had appointed Ms. Shalini Saxena as an additional Director of the Company w.e.f March 17, 2020. In this regard, the company is required to appoint her as a Director.

As per the allied provisions of the Companies Act, 2013, Appointment of Ms. Shalini Saxena require the consent of the members to be given by way of Ordinary Resolution and approval of Registrar of Companies.

Ms. Shalini Saxena being additional director is interested in the this matter. Apart from her none of the Directors/Promoter(s) of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 2 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval by the shareholders.

**Date: April 28, 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  
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**GUIDANCE TO ATTEND THE GENERAL MEETING THROUGH VIDEO  
CONFERENCING/WEBEX**

1. Shareholders/Directors/Auditors are requested to attend the meeting through Webex.
2. The link for joining the meeting will be provided to the respective personnels. The meeting link shall be open to join the meeting fifteen minutes before the scheduled time and shall remain fifteen minutes after the time mentioned above.
3. Attendees are requested to click on the link to join the meeting. If the webex is not downloaded in system of some of the members, please choose the option to join through Web Brower, without downloading the webex 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 on the registered email ID mentioned in the notice of the Extra-Ordinary General Meeting, ie. [cosecy@pinelabs.com](mailto:cosecy@pinelabs.com)