



## NOTICE

Notice is hereby given that an Extra-Ordinary General Meeting (01/2022-23) of the members of **Pine Labs Private Limited** will be held on Tuesday, 31 January 2023 at 12:00 Noon at 207, Gupta Arcade, Plot No. 5 L.S.C Mayur Vihar Phase-I Extension Delhi – 110091, at a shorter notice to inter alia, consider and transact the following business:

### AS SPECIAL BUSINESS:

#### **Item No. 1: To alter the Memorandum of Association pursuant to shifting of Registered office 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 12 and 13 of the Companies Act, 2013 (including any amendments thereto) (the “Act”) read with Rule 30 of the Companies (Incorporation) Rules, 2014 and subject to the approval Central Government (powers delegated to Regional Director), the consent of the members of the Company be and is hereby accorded for shifting of registered office of the Company from National Capital Territory of Delhi to state of Haryana i.e. from **207, Gupta Arcade, Plot No. 5, L.S.C Mayur Vihar Phase - 1 Extension, Delhi 110091 India** to **Unit No.408,4<sup>th</sup> Floor, Time Tower, MG Road, Gurgaon – 122002, Haryana**

***RESOLVED FURTHER THAT*** subject to the aforementioned approval and pursuant to section 13 and all other applicable provisions, if any, of the Act, Clause II of the Memorandum of Association of the Company be and is hereby substituted by the following clause:

#### ***II. The Registered office of the Company will be situated in the State of Haryana.***

***RESOLVED FURTHER THAT*** upon the approval of the Regional Director, the Registered office of the Company be shifted from the National Capital Territory of Delhi to the State of Haryana and the amended draft copy of the Memorandum of Association as laid before the members, duly initialed by the chairperson for the purpose of identification, be and is hereby adopted.

**Corporate Address:** Pine Labs Private Limited, Candor TechSpace,  
4th & 5th Floor, Tower 6, Plot No. B2, Sector 62, Noida, UP - 201301.

**Registered Office:** Pine Labs Private Limited, 207, Gupta Arcade,  
Plot No. 5, L.S.C. Mayur Vihar, Phase 1 Extension, Delhi - 110091.

☎ +91 120 495 1500  
☎ +91 120 417 4300

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CIN No.: U67100DL1998PTC093878

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**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Directors and/ or Company Secretary of the Company, be and are hereby authorized severally and jointly as may be necessary on behalf of the Company to make any modifications, changes, variations, alterations or revisions stipulated by any one of the authorities, statutory or otherwise, while according any approval or consent as may be considered necessary and to appoint counsels and advisors, sign and file applications/ petitions, forms, documents, issue notices, advertisement, obtain orders for shifting of the Registered Office from the concerned authorities and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

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

**Date : January 27, 2023  
Place: Noida**

**Indresh Kumar Gupta  
DIN: 07488823**

**Director  
Address: Flat No. D-1003  
GPL Eden Heights, Sector -  
70, Gurgaon, Haryana-  
122001, India**





## NOTES:

1. **Members entitled to attend and vote at the meeting is entitled to appoint a proxy and such proxy need not be a member of the Company.** Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.
2. The complete particulars of the venue of the meeting including route map and prominent land mark for easy location are enclosed herewith.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special business to be transacted at the meeting is attached as an Annexure to this notice.
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 General Meeting.
5. Members/Proxies attending the meeting are requested to send the Attendance Slip (duly completed) before the Meeting.
6. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the members at the Registered office of the Company on all working days, during business hours up to the date of the meeting. Additionally, copies of the relevant documents are available for inspection at the Registered Office of the Company at **207, Gupta Arcade, Plot No. 5, L.S.C Mayur Vihar Phase -1 Extension, Delhi 110091 India** and will also be available at the meeting.

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**Explanatory Statement u/s 102 of the Companies Act, 2013**

**Item No. 1: To alter the Memorandum of Association pursuant to shifting of Registered office of the Company.**

The Board of Directors ("the Board") of **Pine Labs Private Limited** (the "Company") in their meeting held on 27 January, 2023 have considered the proposal to shift the Registered office of the Company from National Capital Territory of Delhi to state of Haryana enabling the Company to have better coordination and control over the operations and also to carry on its business more economically and efficiently. Accordingly, Clause II of the Memorandum of Association will be suitably amended to reflect the change of Registered Office. The shifting of the Registered Office is subject to the approval of the Regional Director, Northern Region.

In terms of Section 12, 13 and other applicable provisions of the Companies Act, 2013, read with rules made thereunder shifting of registered office of the Company from one state to another and alteration of Memorandum of Association requires approval of Members by way of Special Resolution.

Upon seeking the approval from the Members, an application/ petition is required to be filed under Section 13(4) of the Companies Act, 2013, with the Central Government (powers delegated to the Regional Director) for approval of the alteration to the Memorandum of Association of the Company pursuant to shifting of the Company's registered office from National Capital Territory of Delhi to State of Haryana.

The Board recommends the resolution as set out above for your approval as "**Special Resolution**".

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None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

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

**Date : 27 January 2023  
Place: Noida**

**Anandresh Kumar Gupta  
DIN: 07488823**

**Director  
Address: Flat No. D-1003  
GPL Eden Heights, Sector -  
70, Gurgaon, Haryana-  
122001, India**





**FORM 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]**

Pine Labs Private Limited

CIN: U67100DL1998PTC093878

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

Name of the member (s): _____
Registered address: _____
E-mail Id: _____
Folio No/ Client Id: _____
DP ID: _____

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

1. Name:.....  
..

Address.....  
...

Email Id.....Signature.....

Or failing him

2. Name:.....  
...

Address.....  
...

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EmailId.....Signature.....

...

Or failing him

3. Name:.....

..

Address.....

...

EmailId.....Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at an Extra-Ordinary General Meeting of the members of **Pine Labs Private Limited** will be held on Tuesday, 31 January 2023 at 12:00 Noon at 207, Gupta Arcade, Plot no. 5 L.S.C Mayur Vihar Phase-I Extension Delhi – 110091 and at any adjournment thereof in respect of such resolutions as are indicated below:

## Ordinary Business:

1. To alter the Memorandum of Association pursuant to shifting of Registered office of the Company.

Signed this..... Day of..... 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

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**Pine Labs Private Limited**

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

**ATTENDANCE SLIP**

<b>Registered Folio / DP ID &amp; Client ID</b>	
<b>Name and address of the Shareholder</b>	

1. I hereby record my presence at an Extra-Ordinary General Meeting of the members of **Pine Labs Private Limited** will be held on Tuesday, 31 January 2023 at 12:00 Noon at 207, Gupta Arcade, Plot no. 5 L.S.C Mayur Vihar Phase-I Extension Delhi - 110091.
2. Signature of the Shareholder / Proxy Present .....
3. Shareholder / Proxy Holder wishing to attend the meeting must bring the duly signed Attendance Slip to the meeting.
4. Shareholder/Proxy Holder attending the meeting is requested to bring his / her copy of the Notice.

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**Note: Please complete the attendance slip and hand over at the entrance of the meeting hall**

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## Route Map for Venue of an Extra Ordinary General Meeting



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