

Nahar Credits Private Limited

CIN: U65921TN1993PTC026044

New No. 2, Sapthagiri Apartments,
Thirumurugan Street, Netaji Road,
Velachery Chennai-600042
Tamil Nadu

NOTICE

NOTICE is hereby given that an Extraordinary General Meeting of the Members of Nahar Credits Private Limited will be held on Thursday, 23rd day of April, 2020 at 1.30 PM at office of The Company at Third Floor, Indique Celestia, No 19 & 20, Koramangala 1a Block, Bangalore 560034, Karnataka, India to transact the following business:

Special Business:

1. **Alteration of Articles of Association**

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, and rules as may be applicable consent of the shareholders be and is hereby accorded to amend the Articles of Association of the Company by substituting all existing Articles except for the subscription clause, copy of which is placed before the meeting, duly initialed by the Chairman for the purpose of identification in substitution to the existing Articles of Association."

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents and writings, as it may in its absolute discretion deem necessary or incidental thereto including paying such fees and incurring such expenses in relation thereto as it may deem appropriate and to file such documents, forms, etc. as required with the regulatory/statutory authorities and authorize the officials of the Company for the aforesaid purpose, as may be deemed fit."

By order of the Board of directors
Nahar Credits Private Limited



A handwritten signature in blue ink, appearing to read "Elizabeth Lucy Chapman".

ELIZABETH LUCY CHAPMAN

Director

DIN: 06459440

Date: 04.03.2020

Place: Bangalore

Notes:

1. The statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The proxy, in order to be effective, must be deposited at the Registered office of the Company not less than 48 hrs before the commencement of the meeting.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.
3. Members/Proxies are requested to bring their duly filled Attendance Slip.
4. The Memorandum and Articles of Association of the Company are open for inspection for members on all working days excluding Bank holidays, Saturdays and Sundays from 11 am to 1 pm at the registered office of the Company up to the date of the extra- Ordinary General meeting of the Company.
5. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
6. In case of joint holders attending the Meeting, only such joint holders who is higher in the order of names will be entitled to vote
7. Members holding shares in multiple folios in identical names or joint accounts in the same order of names are requested to consolidate their shareholdings into one folio.
8. All documents referred to in the accompanying notice and explanatory statements are open for inspection at the registered office of the Company on all workings days, except Bank holidays, Saturdays and Sundays from 11 am to 1 pm upto the date of the meeting and will also be available for inspection at the meeting.
9. Members are requested to notify the company change in address, if any, quoting the registered folio number and pin code number.
10. The route map of the venue of the meeting is enclosed herewith.

EXPLANATORY STATEMENT

The Holding Company Quickbridge Mauritius Holdings Limited, Mauritius has sold its entire shareholding to Primrose Hill Ventures Pte Limited, Singapore. Primrose Hill Ventures Pte Limited holds 73% of equity shareholding of the Company. In order to give effect to this change in control of the Company, it is required to amend the existing Articles of Association of the Company with the new Articles as provided along with the notice.

The Articles of Association of the Company needs to be re-aligned to give effect to the rights of the new shareholder and also to reaffirm the rights of the existing shareholders.

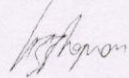
The draft of the new set of Articles proposed for approval is being circulated along with this notice of the Extra Ordinary General Meeting and also available for inspection by the shareholders of the Company during normal business hours at the registered office of the Company and also at the place of the meeting on the meeting day

In terms of Section 14 of the Companies Act, 2013, the consent of the Members by way of special resolution is required for adoption of new set of Articles of Association of the Company.

None of the directors or Key Managerial Personnel of the Company or their respective relatives are in anyway concerned or interested, financially or otherwise in the resolution set out at Item No. 1 of the notice except to the extent of their individual shareholding in the Company.

By order of the Board of directors
Nahar Credits Private Limited




ELIZABETH LUCY CHAPMAN

Director

DIN: 06459440