



## NOTICE

Shorter Notice is hereby given that the Eighth Extra Ordinary General Meeting (EGM) of the Shareholders of Janakalyan Financial Services Pvt Ltd (Formerly: Janakalyan Consultancy & Services Pvt Ltd) will be held on Friday 26<sup>th</sup> June ,2020 at 11.00 a.m. via Video Conferencing to transact the following business:

### **Item No.1:**

#### **To Alter the Object Clause of the Memorandum of Association of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) ,consent of the members be and is hereby accorded for alteration in the Memorandum of Association of the Company, by adding relevant objects in the Memorandum of Association as clause No. 35 and 36, mentioned below under Clause III (B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A):

35. *To borrow or raise the money from any bank or banks or Financial Institutions or any other person or persons for the company's business in such manner and on such terms with such rights powers and privileges as the company may think fit.*
36. *To secure the repayment of the borrowing from any bank or banks or Financial Institutions or any other person or persons for the company's business in such manner and particularly by issue of or upon bonds, debentures, bills of exchange, promissory notes or other obligation or securities of the company and with a view thereto mortgage, hypothecation or pledge or charge the undertaking and all or any of the immovable and movable properties, present or future and all or any of the uncalled capital for the time being of the company and to purchase, redeem or pay off any such securities.*

**“RESOLVED FURTHER THAT MR ALOK BISWAS (DIN No. 03141650), Managing Director** be and is hereby severally authorised to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the aforementioned resolution.

## **Janakalyan Financial Services Private Limited**

(Formerly : Janakalyan Consultancy & Services Pvt. Ltd.) | RBI Registration No. N-05.07035, Dated 02.03.2017

Regd Office : 183/A, Sahid Hamanta Kumar Bose Sarani, Kolkata - 700074 | Head Office : CD-193, 1st Floor, Sector - 1, Salt Lake City, Kolkata - 700064

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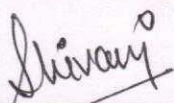


including but not limited to the filing of necessary forms with the Ministry of Corporate Affairs and to comply with all other requirements in this regard.”

**By Order of the Board**

**For Janakalyan Financial Services Private Limited**

**(Formerly: Janakalyan Consultancy & Services Private Limited)**



**Shivani Agarwal**  
**Company Secretary**

**M. No. A42303**

**Date: 25.06.2020**

**Place: Kolkata**



**NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM(S), IN ORDER TO BE EFFECTIVE, SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE AFORESAID MEETING.**
- 2. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A person holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person.**
- 3. Members/proxies are requested to bring their Attendance Slip duly filled in for attending the meeting.**
- 4. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the Notice is annexed.**

Annexure to Shorter Notice

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES  
ACT 2013**

Item No.1:

The Articles of the Company contains a borrowing power clause which enables the company to borrow monies from all its lenders. Although as already mentioned in the articles under clause 78 and 79, it was further advised by the lenders of the Company to specifically incorporate the clause in the MOA also as it forms a formal charter of Company.

In the interest of the Company, the Board of Directors of the Company in their meeting held on 25th day of June, 2020 proposed to insert the new object clause 35 and 36 in the Memorandum of Association, after the existing Main Object clause 34, as stated in the resolution.

The approval of the members of the company is required, by way of special resolution pursuant to section 13(9) of the Companies Act, 2013; accordingly, the Board recommended the relevant resolution for the approval of members.

None of the Directors of the Company or key managerial personnel or their relatives is, in any way, concerned or interested in the resolution.

The Memorandum of Association of the Company is available for inspection in physical or in electronic form during specified business hours i.e. between 9:00 a.m. to 6:00 p.m. at the Registered & Corporate Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at the Registered & Corporate Office and also at the Meeting

**By Order of the Board**  
For **Janakalyan Financial Services Private Limited**  
(Formerly: Janakalyan Consultancy & Services Private Limited)


**Shivani Agarwal**  
**Company Secretary**

**M. No. A42303**

**Date: 25.06.2020**

**Place: Kolkata**