

YOGAN SOLUTIONS PRIVATE LIMITED

Regd Off: H.No-203 IIIrd Floor Aliganj Kotla Mubarakpur, South Delhi, -110003

CIN: U74999DL2019PTC352717 E-mail ID: sachinpanwar87@gmail.com

NOTICE FOR FOURTH (4TH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fourth (4th) Annual General Meeting of members of the **YOGAN SOLUTIONS PRIVATE LIMITED** will be held on Wednesday, 29th November, 2023 at 12:00 P.M. at its office located at Yoga, 4112 Ashok Road, DLF Phase IV Sector 28, Gurugram, Haryana-122009 to transact the following business: -

ORDINARY BUSINESS:

1. To consider, approve and adopt the Audited Balance Sheet of the Company as at 31st March, 2023 and the Profit & Loss Account for the year ended thereon together with the Report of Directors and Auditors thereon.
2. To appoint M/s Praveen Shrivastava & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold the office from the conclusion of this meeting i.e. Financial Year 2023-24 till the conclusion of sixth Annual General Meeting i.e. Financial Year 2027-28 and authorize the Board of Directors to fix their remuneration in consultation with the Auditor.

SPECIAL BUSINESS:

3. To regularize Mr. Shashi Ranjan, who was appointed as an additional director in the company to hold the office upto the date of ensuing Annual General Meeting of the company .
4. To approve the Appointment of M/s Praveen Shrivastava & Co., Chartered Accountants (Firm Registration No.: 0014453C) as Statutory Auditor of the Company to fill the casual vacancy caused by the resignation of M/s Sunita Shrama & Associates.

**BY THE ORDER OF THE BOARD
FOR YOGAN SOLUTIONS PRIVATE LIMITED**

SD/-

**(MR. DEEPAK RAINA)
DIRECTOR
DIN: 08987367**

**Place: Gurugram
Dated: 04.11.2023**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 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.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. A member 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 cannot act as a proxy for any other person or shareholder.
2. The instrument appointing the proxy, duly completed, stamped and signed, must be deposited at the Company's Registered Office not less than 48 hours before the commencement of the meeting. The proxy form for the AGM is enclosed herewith.
3. Members are requested to notify immediately any change in their address to the Company.
4. Shareholders are requested to forward their e-mail addresses to the Company, if they haven't done so in order for them to receive the Annual Report & other communication from the Company.
5. Members desiring any information as regards the accounts are requested to write to the Company so as to reach the Registered Office at least 5 days before the date of meeting to enable the management to keep the information ready.
6. Members / Proxies should bring the Attendance Slip Duly filled in for attending the meeting and are requested to bring their copies of the Annual Report and Accounts to the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 3

Mr Shashi Ranjan was appointed as an Additional Director of the Company with effect from 25th August, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above Additional director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mr Shashi Ranjan is not disqualified from being appointed as Additional Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr Shashi Ranjan as Additional Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 3 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Mr Shashi Ranjan himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.

ITEM NO. 4

M/s Sunita Shrama & Associates, Chartered Accountants have tendered their resignation as Statutory Auditors w.e.f. 19/09/2023 citing reasons that pursuant to pre-occupation in other business. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013.

Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended the appointment of M/s Praveen Shrivastava & Co., Chartered Accountants (Firm Registration No.: 0014453C) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Sunita Shrama & Associates. Accordingly, shareholders' approval by way of ordinary resolution is sought.

M/s Praveen Shrivastava & Co., Chartered Accountants (Firm Registration No.: 0014453C), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013.

The Board of Directors of the Company recommends the passing of the resolution in Item No. 01 of the notice as an ordinary resolution.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

By Order of the Board
FOR YOGAN SOLUTIONS PRIVATE LIMITED

SD/-
DEEPAK RAINA
Director
DIN: 08987367
Add: H. No. 705 - A, Ward No. - 6, Upper Ground Floor
Ganga Jamuna Apartment, Mehrauli, Delhi-110030

Date: 04.11.2023
Place: Gurugram

Annexure-A

Details of Additional Director seeking Regularisation at the Annual General Meeting to be held on 29th November, 2023

S.NO.	Particulars	Mr Shashi Ranjan
1	DIN	07867861
2	Date of Birth	25/06/1983
3	Date of appointment	25/08/2022
4	Relationship with other Directors, manage and other KMP of the Company	None
5	The Number of Board Meetings attended during the year	2
6	Shareholding in the Company	-
7	Remuneration, if any	None
8	Other Directorship, Membership/ Chairmanship of Committees of other Board	1