

MOTISONS SHARES PRIVATE LIMITED

Regd. Off: 2nd Floor, Chandwani Smariti Bhawan, Jwalapur-Kankhal Main Road, Near Ram Nagar,
Haridwar-249403, Uttarakhand

CIN No.: U67120UR2005PTC000351 E-Mail: motisonsshareapl@gmail.com Phone No.: 0141-4160000 Extn 710

NOTICE

Notice is hereby given that the 15th ANNUAL GENERAL MEETING of the Members of MOTISONS SHARES PRIVATE LIMITED will be held on ~~Monday~~ 28th December 2020 at 09.00 A.M. at 2nd Floor, Chandwani Smariti Bhawan, Jwalapur-Kankhal Main Road, Haridwar, Uttarakhand to transact, with or without modifications, as may be permissible, the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31 March, 2020 consisting of the Balance Sheet as at 31 March, 2020, the Statement of Profit and Loss, Cash Flow Statement and Notes to the Accounts for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in terms of the provisions of Section 139 read with the Companies (Audit & Auditors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013, and in pursuance to the resolution as passed by the Members of Company at the Annual General Meeting dated 27th September, 2019 appointing M/s. VKG & Company., Chartered Accountants (having firm Registration No. 014547C), Jaipur as Statutory Auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2024, be and is hereby ratified at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

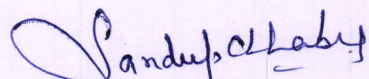
SPECIAL BUSINESS:

3. Appointment of Mr. Rajeev Jain (DIN 03576425) as a Director:

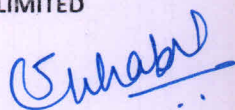
To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Rajeev Jain (DIN 03576425) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting with effect from 14th February, 2020 and whose term of office expires at this Annual General Meeting ('AGM'), be and is hereby appointed as a Director of the Company".

By Order of the Board of Directors
For MOTISONS SHARES PRIVATE LIMITED



(Sandeep Chhabra)
Director
DIN 00120838



(Sanjay Chhabra)
Director
DIN 00120792

Place: Jaipur
Dated: 05.12.2020

MOTISONS SHARES PRIVATE LIMITED

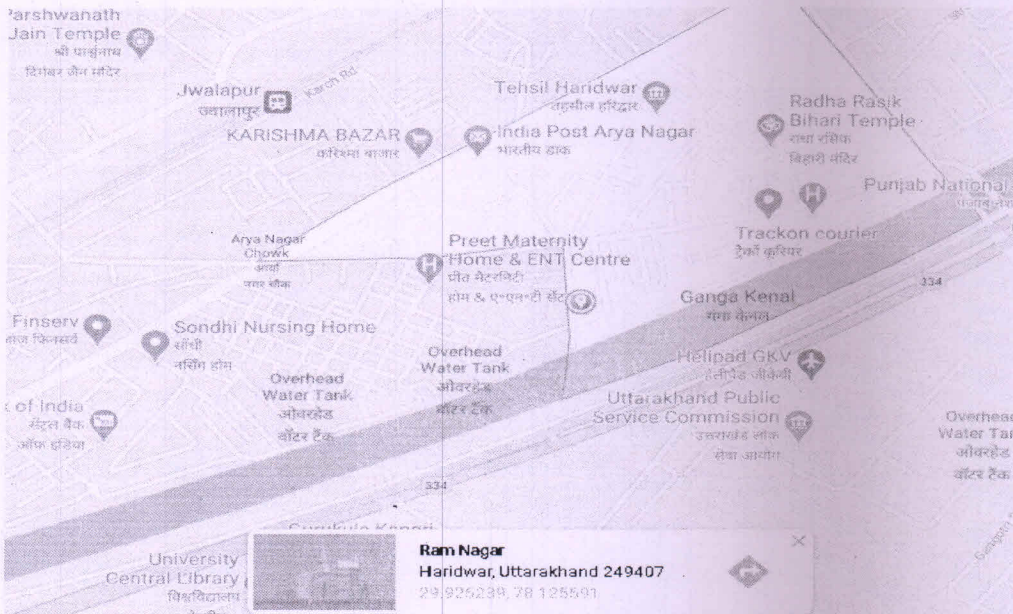
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NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT 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 OR SHAREHOLDER.
4. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto and forms part of notice.
5. Information in respect of Mr. Rajeev Jain, Director seeking appointment as required under the Secretarial Standards on General Meetings (SS-2) issued by ICSI is attached herewith.
6. With reference to SS-2 for the easy convenience of recipients of notice, Route Map to the venue of Annual General Meeting of the company is as under:

Venue of the meeting: 2nd Floor, Chandwani Smariti Bhawan, Jwalapur-Kankhal Main
Road, Near Ram Nagar, Haridwar-249403, Uttarakhand
Landmark: Near Ram Nagar, Haridwar
Route Map: The Mark indicating the venue of AGM



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

Item No. 3

Mr. Rajeev Jain (DIN 03576425) was appointed as an Additional Director of the Company with effect from 14th February, 2020 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Rajeev Jain holds office upto the date of this Annual General Meeting and is eligible for the appointment as a Director. Additional details of Mr. Rajeev Jain have been given in the Annexure to this Notice.

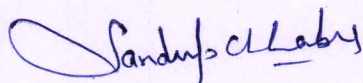
Pursuant to Secretarial Standards on General Meetings, the summary of performance evaluation of Mr. Rajeev Jain is as follows:

He helps in functional areas such as strategic planning, business relations, marketing, fund raising, human resource development and general management.

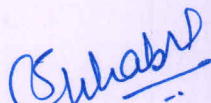
He is interested in the resolution as set out at Item No. 3 of the Notice with regard to his re-appointment. Save and except the above, none of the other Directors / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

This statement may also be regarded as an appropriate disclosure under the Act. The Board of Directors recommends the Ordinary Resolution as set out at Item No. 3 of the accompanying Notice for approval of the Members.

By Order of the Board of Directors
For MOTISONS SHARES PRIVATE LIMITED



(Sandeep Chhabra)
Director
DIN 00120838



(Sanjay Chhabra)
Director
DIN 00120792

Place: Jaipur
Dated: 05.12.2020

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DETAILS OF THE DIRECTOR SEEKING APPOINTMENT IN THE 15th ANNUAL GENERAL MEETING AS SET OUT IN ITEM NO. 3 OF THIS NOTICE IN TERMS OF PARA 1.2.5 OF SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS (SS-2)

Name of Director	Mr. Rajeev Jain
DIN	03576425
Date of birth / Age	18.07.1981/39 years
Date of first appointment	14 th February 2020
Qualification	Under Graduate
Brief resume, Experience and Nature of expertise in specific functional areas	Knowledge of Financial Markets, vast experience of more than 15 years in the area of Accounts, Business Administration, Marketing and Strategic Planning.
Terms and conditions of re-appointment and remuneration sought to be paid	As per the resolution at Item no. 3 of this Notice read with the explanatory statement thereto
Past remuneration drawn from the company	Nil
Shareholding in the Company	Nil
Relationship with other Directors and other Key Managerial Personnel of the Company	Not related to any Director
Number of Board Meetings attended during the ended Financial Year 2020-21 (upto 04 th December 2020)	8 out of 8
Membership/ Chairmanship of Committees of Company	Nil
Companies (other than Motisons Shares Private limited) in which the Directors hold directorships and Committee positions	Director - Motisons Commodities Private Limited