

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

NOTICE

NOTICE is hereby given that the Twelfth (12th) Annual General Meeting of the members of Krisumi Corporation Private Limited (the "Company") will be held on Tuesday, 24th day of September 2024 at 02:00 P.M. at Krisumi Sales Lounge, Near Dwarka Expressway, Sector 36A, Gurugram-122004, Haryana, India, at a shorter Notice to consider and transact the following business as under:

ORDINARY BUSINESS

ITEM NO. 1

ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2024 together with the Reports of the Board of Directors and Auditors thereon, and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 together with the Reports of the Board of Directors and Auditors thereon, which have been circulated amongst the members be and are hereby approved and adopted."

ITEM NO. 2

APPOINTMENT OF STATUTORY AUDITORS AND FIXATION OF THEIR REMUNERATION

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 Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as approved by the Board of Directors of the Company, M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No: 301003E/E300005), be and are hereby appointed as Statutory Auditors of the Company, to hold office for first term of four consecutive years from the conclusion of 12th Annual General Meeting (AGM) till the conclusion of the 16th AGM to be held in the year 2028, on such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors.

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RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary or expedient in connection therewith and incidental thereto.”

SPECIAL BUSINESS:

ITEM NO. 3

REGULARIZATION OF MR. YUJI KATO AS DIRECTOR OF THE COMPANY

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 all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) and the relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the provisions of the Articles of Association of the Company, Mr. Yuji Kato, having DIN: 08164498, who was appointed as an Additional Director with effect from March 29, 2024 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Director of the Company or Company Secretary, be and are hereby severally authorized to sign and file e-Forms as may be necessary with the Ministry of Corporate Affairs and do all acts deeds and things as may be required in this regard.”

**BY ORDER OF THE BOARD
FOR KRISUMI CORPORATION PRIVATE LIMITED**



**AGAM SANDHA
COMPANY SECRETARY
M. NO. A40580**

PLACE: GURUGRAM

DATE: 24.09.2024

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NOTES:

1. Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority letter, as applicable
2. No person shall be entitled to attend or vote at the meeting as a duly authorized representative of anybody corporate which is a shareholder of the Company, unless a certified copy of the resolution appointing him/her as duly authorized representative has been deposited at the Registered Office of the Company before the commencement of the meeting.
3. The statement pursuant to Section 102(1) of the Companies Act, 2013, relating to Special Business to be transacted at the meeting, is annexed hereto.
4. All documents referred to in the accompanying Notice and the Statement shall be open for inspection at the Registered Office of the Company during normal business hours on all days except Saturdays and Sunday, up to and including the date of the Annual General Meeting.
5. Members can inspect the register of director and key managerial personnel and their shareholding, required to be maintained under section 170 of the Companies Act, 2013 during the course of the meeting at the venue.
6. To prevent fraudulent transaction, members are advised to exercise due diligence and notify the Company of any change in address of demise of any member as soon as possible.
7. The route map is annexed hereto.
8. For any investor-related queries, communication may be sent by e-mail to "secretarial@krisumi.com".

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EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Resolution at Item No. 3:

REGULARIZATION OF MR. YUJI KATO AS DIRECTOR OF THE COMPANY

Mr. Yuji Kato was appointed as an Additional Director on the Board of the Company w.e.f. 29.03.2024. Pursuant to the provisions of Section 152 of the Companies Act, 2013, the Company wants to regularize his said appointment. In this regard, the Company has already received (i) consent letter in Form DIR-2, pursuant to Sections 152(5) and Rules 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and (ii) confirmation of eligibility to be appointed as director in Form DIR-8, pursuant to Sections 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014, ("Appointment of Directors Rules").

The Board is of the view that the appointment of Mr. Yuji Kato on the Company's Board as 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.


Except Mr. Yuji Kato, none of the Directors and Key Managerial Personnel of the Company and / or their relatives, are in any way, directly or indirectly, concerned or interested in this resolution.

In view of the above, the board of directors of the Company recommends the passing of the resolutions set out at Item No. 3 as an **Ordinary Resolution**.

The documents related to aforesaid resolution shall be open for inspection at the registered office of the Company during normal business hours (9:00 A.M. to 5:00 P.M.) on all working days up to and including the date of extraordinary general meeting of the Company.

**BY ORDER OF THE BOARD
FOR KRISUMI CORPORATION PRIVATE LIMITED**




**AGAM SANDHA
COMPANY SECRETARY
M. NO. A40580**

PLACE: GURUGRAM

DATE: 24.09.2024

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Form No. 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]

CIN: U70200HR2012PTC064545

Name of the Company: **Krisumi Corporation Private Limited**

Registered Office: Unit-02, 11th Floor, Emaar Capital Tower-2, MG Road, Sector -26, Gurugram - 122002 (Haryana).

Name of the Member(s):

Registered address:

E-mail Id:

Folio No:

I/We, being the Member(s) of _____ holding _____ Equity Shares of the abovenamed Company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 12th Annual General Meeting of the Company, to be held on Tuesday, 24th day of September 2024 at 02:00 P.M. at Krisumi Sales Lounge, Near Dwarka Expressway, Sector 36A, Gurugram-122004, Haryana, India, and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business
1. Adoption of audited standalone and consolidated financial statements
2. Appointment of Statutory Auditors and fixation of their remuneration
Special Business
3. Regularization of Mr. Yuji Kato as Director of the Company

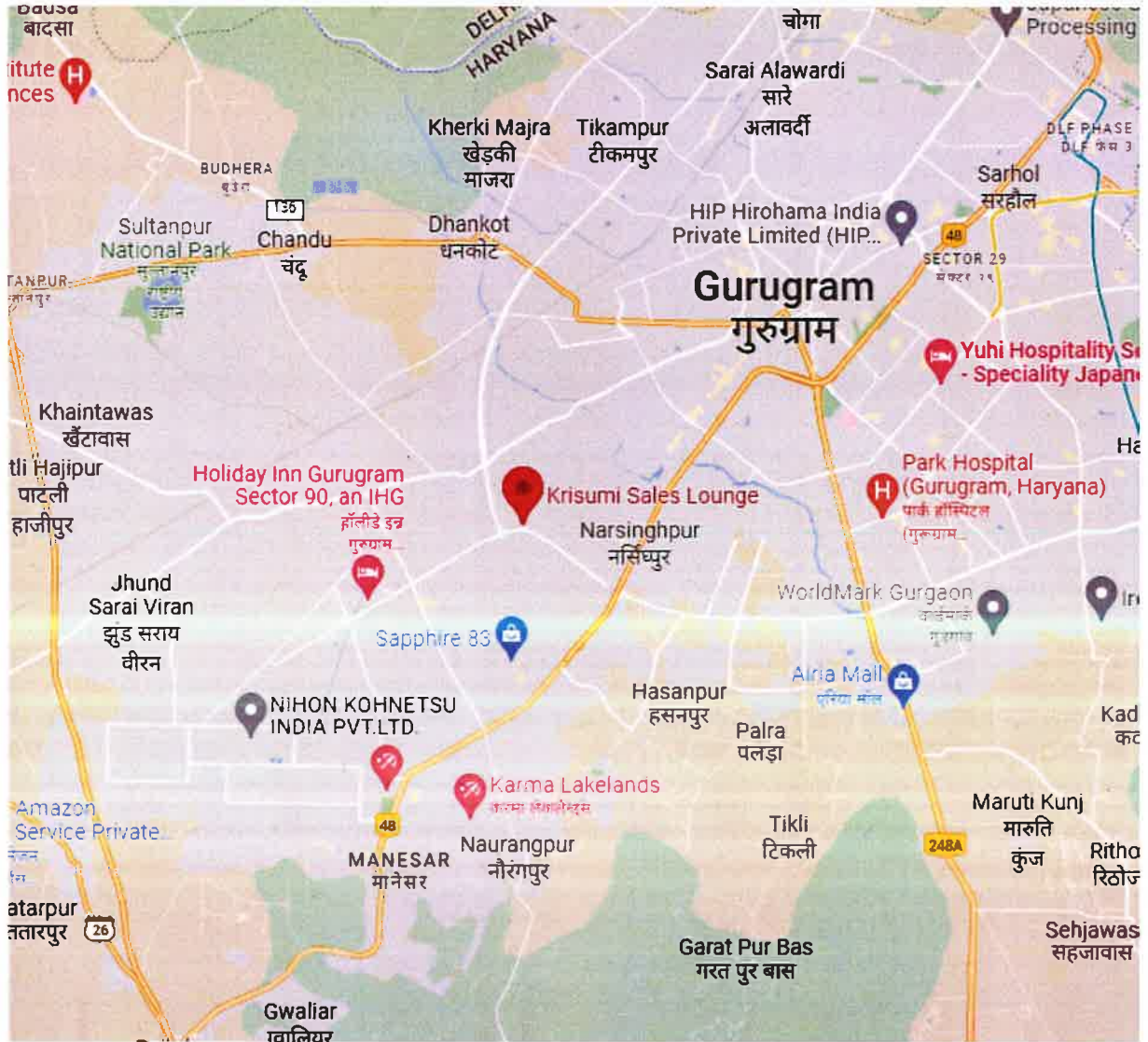
Signed this..... day of..... 20.....

Signature of shareholder

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ROUTE MAP TO THE AGM VENUE



Regd. office: Unit-02, 11th Floor, Emaar Capital Tower-2, MG Road, Sector -26, Gurugram -122002 (Haryana).
Corporate office: Krisumi Sales Lounge, Near Dwarka Expressway, Sector 36A, Gurugram, Haryana - 122004
E-mail-ID: info@krisumi.com, Telephone No.- +91-7026214214, Website: www.krisumi.com

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ATTENDANCE SLIP

Annual General Meeting: Tuesday, 24th day of September 2024 at 02:00 P.M. at Krisumi Sales Lounge, Near Dwarka Expressway, Sector 36A, Gurugram-122004, Haryana, India.

Regd. Folio No.:

No. of shares held:

I certify that I am a registered shareholder/Authorized Representative of the registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 12th Annual General Meeting of the Company on Tuesday, 24th day of September 2024 at 02:00 P.M. at Krisumi Sales Lounge, Near Dwarka Expressway, Sector 36A, Gurugram-122004, Haryana, India.

Member's/Proxy's name in Block Letters:

Name of the Authorised Representative:

Member's/ Authorised Representative's/Proxy's Signature:

Note: Please fill this attendance slip and hand it over at the entrance of the hall.