



FAIRDEBT SOLUTIONS PRIVATE LIMITED

CIN: U74999KA2021PTC143716

2nd Floor, Unit 1, Startup Huts, #108, 27th Main Road,

2nd Sector, Bangalore South, KA 560102 IN

Call: +91-9035709153, Email: compliance@fairdebt.in

NOTICE OF THE SECOND ANNUAL GENERAL MEETING

Notice is hereby given that the Second (2nd) Annual General Meeting of the Members of Fairdebt Solutions Private Limited ('the Company') will be held at 2nd Floor, Unit 1, Startup Huts, 108, 27th Main Road, 2nd Sector, HSR Layout, Bangalore, Bangalore South, Karnataka, India, 560102, on Saturday, 30th September, 2023 at 11:00 AM (IST) to transact the following business .

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2023 and the Reports of the Board of Directors' and Auditors' thereon.

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Schedules and Notes attached thereto, along with the Reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

SPECIAL BUSINESS:

1. To appoint Mr Aswini Kumar Sahoo as a executive director of the Company and to pass the following resolution as ordinary resolution with or without modification, if any:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made thereunder, **Mr Aswini Kumar Sahoo** (DIN: 08995160) be and is hereby appointed as a executive Director of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."



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BY ORDER OF THE BOARD
FAIRDEBT SOLUTIONS PRIVATE LIMITED



GANESH KUMAR SELVARAJ
DIRECTOR (DIN: 09050777)

PLACE: BANGALORE
DATE:01/09/2023



ASWINI KUMAR SAHOO
DIRECTOR(DIN: 08995160)



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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM 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 a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent 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 shall not act as a proxy for any other person or shareholder.
2. The instrument appointing the proxy should be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
3. Members/proxies should bring the attendance slip enclosed herewith, duly filled in for attending the Meeting. Proxies submitted on behalf of companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The Register of members, etc. maintained under Section 88, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170, the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
6. Route map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.



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EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

The following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice dated 1st September 2023 and shall be taken as forming part of the Notice.

Item No. 1

Mr Aswini Kumar Sahoo (DIN: 08995160) was appointed as an Additional Director of the Company with effect from 03/03/2023 and he holds office up to the date of this Annual general Meeting of the Company, pursuant to Section 161 (1) of the Companies Act, 2013.

Mr Aswini Kumar Sahoo (DIN: 08995160) is not disqualified from being appointed/ regularized as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director of the Company.

The Board is of the opinion that his knowledge and experience will be a benefit to the company and hence appointed him as a executive director..

Copy of the Consent Letter and the Declaration given by the Director pursuant to applicable provisions of the Companies Act, 2013, is available for inspection by the members at the Registered Office of the Company, during office hours on all workings days between 11:00 am and 1:00 pm up to the date of the Annual General Meeting.

Except the appointee, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise in this resolution.

Information required under Secretarial Standard2 (SS-2) with respect to the Director, seeking regularization as a Director, is as under:

Name of Director	ASWINI KUMAR SAHOO
Age	29
Date of Birth	13/02/1994
Date of Appointment	03/03/2023
Experience	-
Terms and Conditions of Appointment or reappointment along with the details of the remuneration sought to be paid	As per Appointment Letter
Directorships (Excluding Alternate Directorships, foreign companies and companies under Section 8 of the Companies Act, 2013)	4
Chairman/ Member of the Committee of the Board of Directors as on March 31, 2018	-



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Number of shares held in the Company as on As per Appointment Letter	-
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ATTENDANCE SLIP

SECOND ANNUAL GENERAL MEETING

Reg. Folio No. _____ No. of Shares: _____

DP ID: _____ Client ID: _____

I/We, certify that I/We, am/are a Member/Proxy for the Member of the Company.

I/We hereby record my presence at the 2nd AGM held at 2nd Floor, Unit 1, Startup Huts, #108, 27th Main Road, 2nd Sector, Bangalore South, KA 560102 IN, on Saturday, September 30, 2023 at 11:00AM (IST)

Member's/Proxy's name in block letters

Signature of Member/Proxy

Note:

1. Please fill up this attendance slip and hand it over at the entrance of the meeting hall.
2. Members are requested to bring their copies of this notice and explanatory statement to the meeting.
3. A Member may vote either for or against each resolution.



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PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies
(Management and Administration) Rules, 2014 – Form No. MGT 11]

Name of the member(s): _____
Registered address: _____
E-mail Id: _____
Folio No/ _____
Client ID: _____
DP ID: _____

I/We, being the holder(s) of _____ Shares of the above-named
company, hereby appoint:

1) Name: _____ Address: _____

Email ID: _____ Signature: _____ or failing him;

2) Name: _____ Address: _____

Email ID: _____ Signature: _____ or failing him;

3) Name: _____ Address: _____

Email 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 AGM of
the Company, to be held at 2nd Floor, Unit 1, Startup Huts, 108, 27th Main Road, 2nd Sector, HSR
Layout, Bangalore, Bangalore South, Karnataka, India, 560102, on Saturday, 30th September,
2023 at 11:00 AM (IST) and at any adjournment thereof in respect of such resolutions as are
indicated below:



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Ordinary Business

1. Adoption of Financial Statements for the year ended March 31, 2023.

Special Business:

1. Regularisation of the appointment of Mr Aswini Kumar Sahoo (DIN: 08995160)

Affix
Revenue
Stamp

Signed this _____

Signature of shareholder _____

Signature of Proxy holder(s) _____

NOTE: This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



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ROUTE MAP TO THE AGM VENUE

