

**NOTICE**

Notice to the Members, Auditors and Directors of Fincfriends Private Limited ("the Company") is hereby given that the Extraordinary General Meeting (EGM) of the Members of Company will be held on Tuesday, the at 27<sup>th</sup> February, 2024 at 11.00 A.M (IST) at 7<sup>th</sup> Floor, Vatika Triangle, Mehrauli-Gurgaon Road, Block B, Sushant Lok Phase I, Gurugram - 122002, to consider and transact the following business:

**SPECIAL BUSINESS:**

1. **To consider appointment of M/s Suri & Sudhir, Chartered Accountants as statutory auditor of the Company to fill casual vacancy.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, read with Rule 3 of the Companies (Audit & Auditors) Rules, 2014, including any statutory enactments or modifications thereof and as recommended by the Board of Directors of the Company, Consent of the members of the company be and is hereby accorded to appoint Suri & Sudhir Chartered Accountants (Firm Registration No.000601N), as the Statutory Auditor of the company to fill the casual vacancy that arises due to the resignation by previous Auditor.

**FURTHER RESOLVED THAT** Suri & Sudhir Chartered Accountants (Firm Registration No.000601N), be and is hereby appointed as Statutory Auditor of the Company to conduct the audit for the period ended as on 31<sup>st</sup> March 2024, and shall hold the office as Statutory Auditor from the conclusion of this Extra-Ordinary General Meeting till the conclusion of ensuing Annual General Meeting on such remuneration as may be decided by the board.

**FURTHER RESOLVED THAT** any Director of the Company, Chief Executive Officer and Company Secretary of the Company, be and are hereby severally authorized to take all necessary actions to give effect to this resolution, including filing the requisite e-forms with the Registrar of Companies."

**By Order of the Board  
For Fincfriends Pvt. Ltd.**



**Name: Priyanka Joshi  
Designation: Company Secretary  
M. No. : A36608**

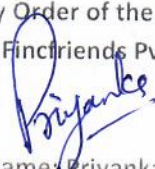
**Place: Gurugram**

**Date: 23<sup>rd</sup> February, 2024**

NOTES:

- A. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES) TO ATTEND AND VOTE AT THE MEETING INSTEAD OF HIMSELF/HERSELF AND THE PROXY(IES) NEED NOT BE A MEMBER. The instrument appointing the proxy(ies) in order to be effective should be completed and deposited with the Company not less than 48 hours before the commencement of the meeting.
- B. Any documents referred to in this notice and statement, are open for inspection at the office of the Company during business hours on a working day up to the date of general meeting and will also be available for inspection at the meeting.
- C. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the 'Act') in respect of the Special Business is annexed hereto and forms part of this Notice.
- D. Companies / Bodies Corporate Members are requested to send a certified copy of the board resolution authorizing their representatives to attend and vote at the Meeting pursuant to provisions of Section 113 of the Act.
- E. A route map along with prominent landmark for easy location to reach the venue of the Extra Ordinary General Meeting is annexed to this notice.

By Order of the Board  
For Finfriends Pvt. Ltd.



Name: Priyanka Joshi  
Designation: Company Secretary  
M. No. : A36608

Place: Gurugram  
Date: 23<sup>rd</sup> February, 2024



Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 1

The Shareholders are hereby informed that in order to fill up the casual vacancy caused by the resignation of the M/s BGJC & Associates LLP, Chartered Accountants, from the position of the statutory auditors, it is proposed to appoint M/s Suri & Sudhir, Chartered Accountants, as the statutory auditor of the Company for the FY 2023-24.

M/s Suri & Sudhir Chartered Accountants, having 56 Years of Experience in offered a variety of professional services over diversified clients. The Firm ensure expertise in critical aspects of business like Direct Taxation, Indirect Taxation, Valuation, IFRS Audit, Tax Audit, Statutory Audit, Internal Controls Review, Income Tax Filings, Ind AS Conversion and various certifications as per business requirements of Clients in the relevant field.

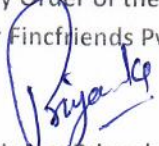
The detailed Profile of the M/s Suri & Sudhir Chartered Accountants along with the consent and eligibility letter received from them is enclosed as Annexure – 1.

The Board of Directors have approved the proposed appointment vide its meeting held on 22<sup>nd</sup> February 2024. Hence, Board of directors seeks approval of the shareholders for the said appointment.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the resolution.

The Board of Directors recommends passing of the resolution as set out at item no. 1 of this Notice as an Ordinary Resolution.

By Order of the Board  
For Fincfriends Pvt. Ltd.

  
Name: Priyanka Joshi

Designation: Company Secretary

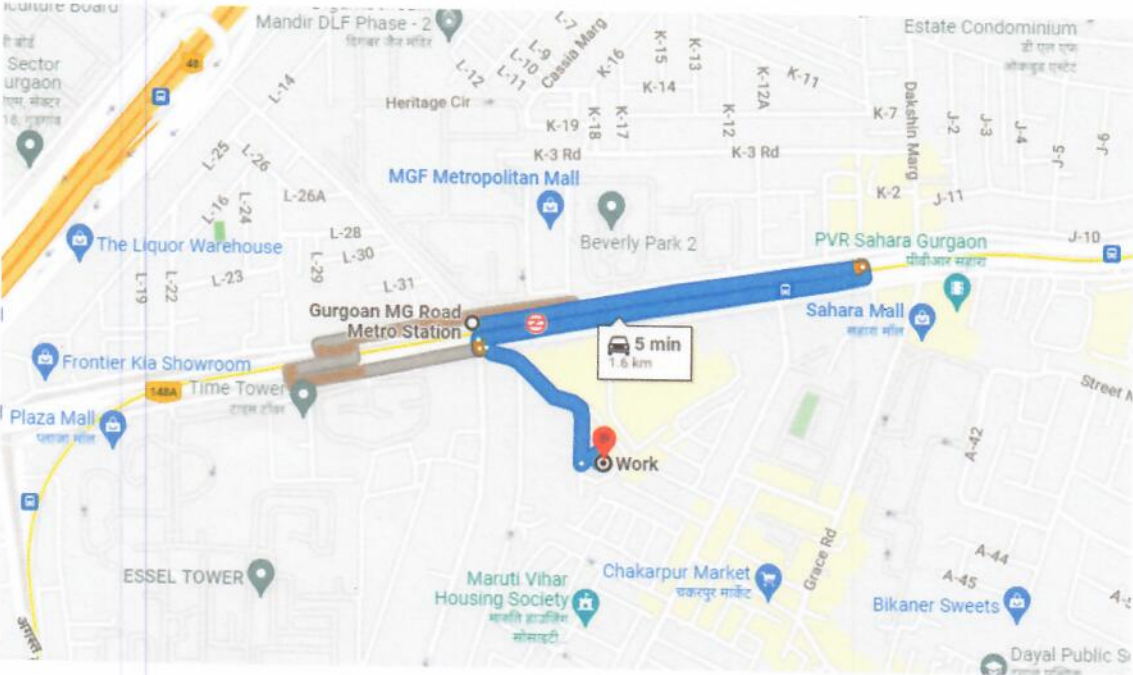
M. No. : A36608

Place: Gurugram

Date: 23<sup>rd</sup> February 2024



**Route Map to the venue of EGM of the Company**



**Form No. MGT-11**  
**Proxy form**

**FINCFRIENDS PRIVATE LIMITED**  
**CIN: U65929KA2017FTC102604**

**Registered office: No. 1/2, Lalitha Nilaya, 4th Cross, RMV II Stage, Bhoopsandra, Bengaluru**  
**Bangalore - 560094**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):  
Registered address:  
E-mail Id:  
Folio No/ Clint Id:  
DP ID:

We, \_\_\_\_\_, being the member of **FINCFRIENDS PRIVATE LIMITED**, holding \_\_\_\_\_ shares, hereby appoint

Name:  
Address:  
E-mail Id:

Signature: .....

as our proxy to attend and vote (on a poll) for us and on our behalf at the Extra Ordinary General Meeting of members of the Company, to be held on Tuesday, the at 27<sup>th</sup> February, 2024 at 11.00 A.M IST at 7<sup>th</sup> Floor, Vatika Triangle, Mehrauli-Gurgaon Road, Block B, Sushant Lok Phase I, Gurugram - 122002 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

1. To consider appointment of M/s Suri & Sudhir, Chartered Accountants as statutory auditor of the Company to fill casual vacancy.

Signed this \_\_\_ day of \_\_\_\_\_ 2024

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue  
Stamp

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.**

**ATTENDANCE SLIP**

**FINCFRIENDS PRIVATE LIMITED**

**CIN: U65929KA2017FTC102604**

**Registered office: No. 1/2, Lalitha Nilaya, 4th Cross, RMV II Stage, Bhoopsandra, Bengaluru  
Bangalore - 560094**

**Extra Ordinary General Meeting, Tuesday, the at 27th February,2024 at 11.00 A.M IST**

<b>Regd. Folio No.</b>	
<b>DP ID</b>	
<b>Client ID/Ben. A/C</b>	
<b>No. of shares held</b>	

I certify that I am a registered shareholder/proxy/authorised representative for the registered Shareholder of the Company and hereby record my presence at the Extra Ordinary General Meeting of the Company held on Tuesday, the at 27<sup>th</sup> February,2024 at 11.00 A.M IST at 7<sup>th</sup> Floor, Vatika Triangle, Mehrauli-Gurgaon Road, Block B, Sushant Lok Phase I, Gurugram - 122002.

\_\_\_\_\_  
Member's/Proxy's/Authorised representative's  
name in Block Letters

\_\_\_\_\_  
Signature

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