

Frontizo Business Services Private Limited

(CIN: U74900DL2012PTC233481)

NOTICE OF 9TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 9TH ANNUAL GENERAL MEETING OF THE MEMBERS OF FRONTIZO BUSINESS SERVICES PRIVATE LIMITED WILL BE HELD ON THURSDAY, THE 30TH DAY OF SEPTEMBER 2021 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT S-405 (LGF), GREATER KAILASH-II, NEW DELHI-110048 TO TRANSACT THE FOLLOWING BUSINESSES AT SHORTER NOTICE:

ORDINARY BUSINESS:

1. To receive, consider, approve, and adopt the Audited Financial Statements of the Company including the Consolidated Financial Statements for the Financial Year ended March 31st, 2021, and Reports of the Board of Directors and Auditors' thereon:

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

"RESOLVED THAT the Audited Financial Statements including Consolidated Financial Statements of the Company comprising of Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement and Statement of Equity for the Financial Year ended March 31st, 2021, together with notes thereto, reports of the Board of Directors and Auditors' Report, as circulated to the Shareholders and present before the meeting, be and are hereby received, considered, approved and adopted by the Shareholders."

SPECIAL BUSINESS:

2. To consider and approve the appointment of Mr. Essaji Goolam Vahanvati (DIN: 00157299), as a 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 149, 152, 161 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force), Mr. Essaji Goolam Vahanvati (DIN: 00157299) be and is hereby appointed as a Director of the Company, with effect from the date of this Annual General Meeting.

RESOLVED FURTHER THAT Mr. Bhaskar Jagubhai Patel (DIN: 03292474), Mr. Sunil Sadashiv Chitale (DIN: 06908275), Mr. Yash Vir Bhardwaj (DIN: 01714824), Mr. Sameer Khetarpal (DIN: 07402011), Mr. Anish Mukker (DIN: 08938893), Directors, Mr. Vinod Kumar

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(DIN: 08368893) Managing Director & Chief Executive Officer, Mr. Sharath Narahari Belur, Chief Financial Officer and Ms. Himani Singh, Company Secretary of the Company, be and are hereby severally authorized to do any and all acts, deeds, matters and things as may be necessary to give effect to the aforesaid resolution, including without limitation, filing of relevant documents with the Registrar of the Companies."

For and on behalf of the Board of Directors of
Frontizo Business Services Private Limited

Himani Singh

Company Secretary

Membership No.A40429

Address: E-1/1, Police Quarters Model Town

1st, New Delhi-110009

Place: Delhi

Date: 13 September 2021

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Notes:

1. The Explanatory Statement setting out the material facts pursuant to the provisions of Section 102(1) of the Companies Act, 2013, in respect of the Special Business set out above is enclosed hereto and forms a part of this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED AND SIGNED IN THE ENCLOSED FORM AND FILED WITH THE COMPANY AT ITS REGISTERED OFFICE BEFORE THE COMMENCEMENT OF THE MEETING.** In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member of the Company.
3. A Form of Proxy is enclosed. The Form of Proxy should be duly filled, signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it and a revenue stamp of adequate value should be affixed before filing the same with the Company.
4. Pursuant to Section 113 of the Companies Act, 2013, Corporate Members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution and Authorization Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. During the period beginning 24 hours before the time fixed for commencement of the meeting and ending with the conclusion of the meeting, a Member would be entitled to inspect the proxies lodged at any time during business hours of the Company, provided that not less than three days of notice in writing of the intention to inspect is given to the Company.
6. The Register of Directors and Key Managerial Personnel and their shareholding maintained u/s 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 will be available for inspection in physical form by the Members during business hours on a working day at the registered office of the Company. All other documents referred to in the Notice and Explanatory Statement will be available for inspection in physical form by the Members during business hours on a working day at the registered office of the Company.

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7. Members/proxies/authorized representatives are requested to bring the duly filled in Attendance Slip enclosed herewith to attend the meeting.
8. The Letter seeking approval of shareholders to convene the 9th Annual General Meeting of the Company at shorter Notice is attached herewith and Members/Proxy/Authorised Representatives are requested to duly sign and provide the same.
9. Enclosed the route map and prominent landmark for easy location.

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THE EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH SECRETARIAL STANDARDS:

As required under 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:

Item No. 02

The Board of Directors appointed Mr. Essaji Goolam Vahanvati (DIN: 00157299) as Additional Director of the Company w.e.f. March 09, 2021. In terms of Section 161 (1) of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Essaji Goolam Vahanvati (DIN: 00157299) holds office as an Additional Director up to the date of forthcoming Annual General Meeting or the last date on which Annual General Meeting should have been held, whichever is earlier.

Accordingly, in terms of the requirements of the Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, approval of the members of the Company is required for the appointment of Mr. Essaji Goolam Vahanvati (DIN: 00157299) as a Director of the Company.

In this regard, the Company had received a notice from Mr. Essaji Goolam Vahanvati (DIN: 00157299) signifying his intention to be appointed as a Director of the Company. In compliance with the provisions of Secretarial Standards, following are the brief particulars of Mr. Essaji Goolam Vahanvati (DIN: 00157299):

1	Age	41
2	Qualifications	LLB
3	Experience	Practising Law since 2003
4	Terms and conditions of Appointment	As per Board Resolution
5	Amount of remuneration sought to be paid	Nil
6	Remuneration last drawn	Nil
7	Date of first appointment on the Board	09.03.2021
8	Shareholding in the company	Nil
9	Relationship with directors, Manager, KMP of the Company	Nil
10	No. of Meetings of Board attended during the year	Nil
11	Other directorship/ membership/ chairmanship of committees of the Board	Other Directorship - 5 Companies Membership- 4 Companies Chairmanship of Committees of Board - Nil

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The Board of Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company and hence recommends the resolution **at Item No 02** of this Notice for your approval as **Ordinary Resolution**

None of the Directors, Key Managerial Personnel and their respective relatives except Mr. Essaji Goolam Vahanvati are in any way concerned or interested in proposed resolutions either financial or otherwise.

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FRONTIZO BUSINESS SERVICES PRIVATE LIMITED

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ATTENDANCE SLIP

(To be presented at the entrance)

09th Annual General Meeting on Thursday, September 30, 2021 at 11:00 A.M. at the Registered office of the Company situated at S- 405 (LGF), Greater Kailash - II, New Delhi - 110 048

Folio No/Customer ID: _____

DPID No: _____

No. of Shares Held: _____

Name of Member: _____ Signature _____

Name of Authorized Representative (body corporate) _____ Signature _____

Name of Proxy holder: _____ Signature _____

I hereby record my presence at the 09th Annual General Meeting on Thursday, September 30, 2021 at 11:00 A.M. at the Registered office of the Company situated at S- 405 (LGF), Greater Kailash - II, New Delhi - 110 048

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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]

9th Annual General Meeting – September 30, 2021

CIN: U74900DL2012PTC233481

Name of the company: **Frontizo Business Services Private Limited**

Registered office: S-405 (LGF), Greater Kailash – II, New Delhi – 110 048

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID :

I/We, being the member (s) of shares of the above named company, hereby
appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:, or failing him

3. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the
09th Annual General Meeting of the Company, to be held on Thursday, September 30,
2021 at 11:00 P.M. at the Registered Office of the Company at S-405 (LGF), Greater
Kailash – II, New Delhi – 110 048 at shorter notice and at any adjournment thereof in
respect of such resolutions as are indicated below:

Registered office: S - 405 (LGF), Greater Kailash – II, New Delhi 110048

Website: www.frontizo.in | Tel: 011-29215851 | [Email: company.secretary@frontizo.in](mailto:company.secretary@frontizo.in)

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Resolution No.	Description of Resolutions	For	Against
Ordinary Business			
1	To receive, consider, approve and adopt the Audited Financial Statements of the Company including the Consolidated Financial Statements for the Financial Year ended March 31st, 2021 and Reports of the Board of Directors and Auditors' thereon. (Ordinary Resolution)		
Special Business			
2	To consider and approve the appointment of Mr. Essaji Goolam Vahanvati (DIN: 00157299), as a Director of the Company (Ordinary Resolution)		

Signed this..... day of..... 2021

AFFIX
REVENUE
STAMP OF.
0.15 PAISE

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy 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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SHAREHOLDER'S CONSENT FOR HOLDING THE 9TH ANNUAL GENERAL MEETING OF THE COMPANY AT SHORTER NOTICE

THE COMPANIES ACT, 2013

Consent by Shareholder for shorter notice

[Pursuant to Section 101 of the Companies Act, 2013]

To,

The Board of Directors

Frontizo Business Services Private Limited ("Company")

S - 405 (LGF) Greater Kailash - II

New Delhi 110048

ATTN: THE BOARD OF DIRECTORS

Dear Sirs,

Sub: Consent for holding the 9th Annual General Meeting of the Company at a shorter notice pursuant to Section 101(1) of the Companies Act, 2013

I/We, Mr./Mrs./Ms. _____, son/daughter/wife of _____, residing at _____ in [my/our] own name/ authorised representative/ nominee shareholder holding _____ equity shares of the Company, having a face value of Rs. 10/- (Indian Rupees Ten Only) each, hereby give [my/our] consent, pursuant to Section 101(1) of the Companies Act, 2013, for holding the 9th Annual General Meeting of the Company on Thursday, September 30, 2021 at 11:00 A.M. at the registered office of the Company situated at S -405 (LGF), Greater Kailash-II, New Delhi-110048 at shorter notice.

Yours truly,

[Insert Name]

Date:

Place:

Frontizo Business Services Private Limited

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[Route map and prominent Landmark]



Please click on the below mentioned link to navigate the destination

<https://goo.gl/maps/6BWEjLfjoW32>

Venue of Meeting: S -405 (LGF), Greater Kailash-II, New Delhi-110048

Prominent Landmark: M Block Market, Greater Kailash II.