

C2FO Factoring Solutions Private Limited

Reg. Address: D-26, Basement, Jangpura Extn., New Delhi, 110014.
Corporate Address: 2nd Floor, Tower A, Smartworks, Plot No 1 & 2,
Sec. 125, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201301 |
CIN - U67100DL2020FTC362201, Website: www.c2treds.com
Email: contactus@c2treds.com, Contact No: 0120-5178068

Date: August 29th, 2024

Dear Members, Directors and Auditors,

You are cordially invited to attend the 04th (Fourth) Annual General Meeting ('AGM') of the Members of **C2FO Factoring Solutions Private Limited** ("the Company") scheduled to be held on Monday, September 23, 2024, at 01:00 PM at the registered office of the Company situated at D-26 Basement, Jangpura Extn., New Delhi-110014, India.

The Notice of the Meeting along with necessary papers, containing the ordinary and special businesses to be transacted, is enclosed herewith.

Thanking You,

For and on behalf of the Board
C2FO Factoring Solutions Private Limited



Kunal Agarwal
(Director)

DIN: 02416218

Address: 30-B, Malcha Marg, Chanakya Puri, New Delhi-110021, India.

Enclosures:

1. Notice of the AGM
2. Explanatory Statement

Annexures:

1. Attendance Slip (Annexure-A)
2. Proxy Form (Annexure-B)

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NOTICE CONVENING THE FOURTH ANNUAL GENERAL MEETING

Notice is hereby given that the 04th (Fourth) Annual General Meeting ('AGM') of the Members of **C2FO Factoring Solutions Private Limited** ("the Company") scheduled to be held on Monday, September 23, 2024, at 1:00 PM, at D-26 Basement, Jangpura Extn., New Delhi-110014, India., to transact the following businesses:

ORDINARY BUSINESS:

ITEM NO.1: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2024, TOGETHER WITH THE SCHEDULES AND NOTES ATTACHED THERETO, ALONG WITH THE REPORTS OF THE AUDITORS AND BOARD OF DIRECTORS 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 of the Company, including the Balance Sheet as of March 31, 2024, Statement of Profit & Loss for the financial year ended March 31, 2024, along with the Explanatory Notes annexed thereto, or forming part of any document referred above along with the Auditors' and Boards' Report thereon, be and are hereby received, considered and adopted."

SPECIAL BUSINESS:

ITEM NO. 02:

TO APPOINT MS. BASANT KAUR (DIN: 09557729) AS THE DIRECTOR ON THE BOARD OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and such other laws, rules and/or regulations (including any statutory modification(s), amendment(s) and/or enactment(s) thereof for the time being in force) as may be applicable and the enabling provisions of Articles of Association of the Company, Ms. Basant Kaur (DIN: 09557729), who was appointed as an Additional Director of the Company on the Board of the Company w.e.f. August 01, 2024 and who hold office up to date of this Annual General Meeting, be and is hereby appointed as a Director of the Company on such terms and conditions as may be decided by the Board.

RESOLVED FURTHER THAT the Directors of the Company, be and are hereby severally authorized to file the necessary form(s)/e-form(s) with the concerned Registrar of Companies, and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to give effect to this resolution.

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RESOLVED FURTHER THAT the Directors of the Company, be and are hereby jointly and/or severally authorized to certify a copy of the resolution and issue the same, as and when required.”

**For and behalf of
C2FO Factoring Solutions Private Limited**



**Kunal Agarwal
(Director)**

DIN: 02416218

Address: 30-B, Malcha Marg, Chanakya Puri, New Delhi-110021, India.

Date: August 29th, 2024

Place: New Delhi

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NOTES

1. A member who is entitled to attend and vote at the agm is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. The instrument of proxy in order to be effective should be deposited at the registered office of the company at least forty-eight hours before the time fixed for the meeting.

A person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or member.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted at the 04th Annual General Meeting of the Company (the 'AGM' or 'Meeting') as set out above is annexed hereto.
3. Corporate members intending to send their authorized representative to attend the AGM 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 AGM.
4. The instrument appointing proxy, duly stamped, completed, and signed, should be deposited at the registered office of the Company, at least forty- eight (48) hours before the commencement of the AGM.
5. Members/proxies attending the AGM in person are requested to complete the attendance slip (in the form attached as **Annexure A** to this notice) and hand over the same at the AGM.
6. A blank proxy form is attached as **Annexure B** to this notice.
7. The following documents are available for inspection at the registered office of the Company on all working days during normal business hours from the date of circulation of this notice up to the date of AGM and shall also be available for inspection at the venue of the AGM.
 - a) Relevant documents pertaining to items as mentioned above.
 - b) Statutory registers of the Company viz. Register of directors & Key Managerial Personnel and their shareholding maintained under section 170 of the Act, register of contracts or arrangement in which the Directors are interested maintained under section 189 of the Act, Register of Members, etc as maintained under the Companies Act, 2013.
 - c) Copy of Memorandum and Articles of Association of the Company.
8. In case of any further query/ information required, please contact by writing at the registered office of the Company at D-26 Basement, Jangpura Extn., New Delhi-110014, India, or at email id: CS@c2treds.com.
9. Members are requested to notify changes (if any, in their address, email id., nominations etc.) in their address if any to the Company.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts relating to the Special Businesses mentioned in the accompanying Notice is as follows:

ITEM NO. 2:

TO APPOINT MS. BASANT KAUR (DIN: 09557729) AS THE DIRECTOR ON THE BOARD OF THE COMPANY

The members of the Company hereby apprised that, pursuant to the provisions of Section 161 of the Companies Act, 2013 ('the Act'), the Board has appointed Ms. Basant Kaur (DIN: 09557729) as an Additional Director on the Board of the Company with effect from August 01, 2024. As such, she shall hold office up to the date of this Annual General Meeting.

Considering Ms. Basant's extensive experience, the Board recommend her appointment as a Director on the Board of the Company.

Furthermore, Ms. Basant Kaur is not disqualified from being appointed as a Director under Section 164 of the Act and has given her consent to act as a Director in accordance with Section 152 of the Act.

Accordingly, pursuant to the provisions of Section 152 of the Act, the said matter shall be placed in the proposed AGM for the approval of members by passing an Ordinary Resolution.

Additional information in compliance with Secretarial Standard 2- on General Meetings, issued by the Institute of Company Secretaries of India is stated below:

Age	40 Years
Qualifications	M.A.- Public Policy and International Development from Johns Hopkins University M.A. – Delhi School of Economics CFA – Level 1 Bachelor's in Sociology – Lady Shri Ram College for Women
Experience	<p>Basant has 16+ years of experience in the Financial Services industry.</p> <p>Basant was a founding member of Priority Vendor Technologies, a company C2FO acquired in September 2019, where she led the customer acquisition and servicing teams. Basant is also a part of the C2FO Global Executive Team.</p> <p>Prior to C2FO, Basant worked with Citi and Standard Chartered Bank in their Financial Markets business, advising clients on treasury operations to mitigate foreign exchange and interest rate risks. Her work has taken her to</p>

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	<p>the United States and the United Kingdom, where she lived and worked for several years before moving back to India in 2014.</p> <p>Basant holds a master's degree in public policy from Johns Hopkins University, where she specialized in economic policy. She is also an alumna of the prestigious Delhi School of Economics and earned her bachelor's degree in sociology at the Lady Shri Ram College for Women, New Delhi.</p>
Terms and conditions of the appointment	She will be appointed as Director of the Company in compliance with the provisions of the Companies Act, 2013 and other concerned laws
Remuneration, if any	NA
Remuneration last drawn	NA
Date of first appointment on the Board	August 01, 2024
Shareholding in the Company	NIL
Relationship with other Directors, manager, and other Key Managerial Personnel of the Company	N.A.
The number of Meetings of the Board attended during the year	3
Other Directorships, Membership/ Chairmanship of Committees of other Board	She holds directorship in C2FO India Technologies Private Limited and is a Designated Partner in C2FO India LLP.

Except for Ms. Basant Kaur, being the appointee, none of the directors or their relatives have any financial or other interest in the proposed Ordinary Resolution.

All relevant documents with respect to this agenda will be available for inspection by the members during normal business hours on all working days at the Registered office till the conclusion of the Annual General Meeting.

The Board recommends the resolution for approval by the Members as an Ordinary Resolution.

For and on behalf of the Board
C2FO Factoring Solutions Private Limited



Kunal Agarwal

(Director)

DIN: 02416218

Address: 30-B, Malcha Marg, Chanakya Puri, New Delhi-110021, India.

Date: August 29th, 2024

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Place: New Delhi

ANNEXURE-A

Attendance Slip

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

Folio No/DP ID & Client ID *:	
No. of shares held:	
Name and address of the Member/ proxy:	

I hereby record my presence at the 04th (Fourth) AGM of the members of C2FO Factoring Solutions Private Limited ("the Company") scheduled to be held on Monday, September 23, 2024, at 01:00 PM at the registered office of the Company situated at D-26 Basement, Jangpura Extn., New Delhi-110014, India.

* Applicable for members holding shares in electronic form.

Signature of the Member / Joint Members / Proxy attending the Meeting



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ANNEXURE-B

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: U67100DL2020FTC362201

Name of the company: C2FO Factoring Solutions Private Limited

Registered office: D-26 Basement, Jangpura Extn., New Delhi-110014, India.

Name of the member(s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, _____ being the member(s) of C2FO Factoring Solutions Private Limited, 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 04th (Fourth) AGM of the members of C2FO Factoring Solutions Private Limited ("the Company") scheduled to held on Monday, September 23, 2024, at 01:00 PM at the registered office of the Company situated at D-26 Basement, Jangpura Extn., New Delhi-110014, India, and at any adjournment thereof, in respect of such resolutions, as are indicated below:

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Resolution No.	Resolution
Ordinary Business	
1.	To receive, consider and adopt the audited financial statement for the year ended March 31, 2024, together with the schedules and notes attached thereto, along with the reports of the Auditors and Board of Directors thereon.
Special Business	
2.	To appoint Ms. Basant Kaur (DIN: 09557729) as the Director on the Board of the Company

Signed on day of2024

Affix
Revenue
Stamp

Signature of Member

Signature of Proxy holder(s)

Note: This form of proxy, to be effective, should be duly completed and deposited at the Registered Office of the Company, at least 48 hours before the commencement of the Meeting.