

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: 05.09.2025

Dear Members, Directors and Auditors,

You are cordially invited to attend the 05th (Fifth) Annual General Meeting (“**AGM**”) of the members of **C2FO Factoring Solutions Private Limited** (“**the Company**”) to be held on Tuesday, 30th September, 2025 at 10:00 A.M. (IST) 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.

For and on behalf of
C2FO Factoring Solutions Private Limited

Pooja Sharma
Company Secretary
ICSI Membership No.: A58843
Address: C.N 280, Ashok Yadav
House, Panchayat Ghar Road,
Rajokari, New Delhi, India.

Enclosures:

1. Notice of the AGM
2. Explanatory Statement
3. Proxy Form (**Annexure- I**)
4. Attendance Slip (**Annexure-II**)
5. Route Map (**Annexure- III**)
6. Annual Report (**Annexure – IV**)

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NOTICE OF THE 05th (FIFTH) ANNUAL GENERAL MEETING

Notice is hereby given that the 05th (Fifth) Annual General Meeting (“AGM”) of the members of **C2FO Factoring Solutions Private Limited** (“the Company”) is scheduled to be convened on Tuesday, 30th September, 2025 at 10:00 A.M. (IST) at the registered office of the Company situated at D-26 Basement, Jangpura Extn., New Delhi-110014, India. to transact the following businesses:

ORDINARY BUSINESSES:**ITEM NO.1: TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 ALONG WITH THE REPORTS OF THE AUDITORS AND BOARD 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 comprising of Balance Sheet as at March 31, 2025; Statement of Profit and Loss and Cash Flow Statement for the year ended march 31, 2025 along with the Explanatory Notes annexed thereto, or forming part thereof together with the reports of the Board of Directors and Auditors thereon, as circulated to the members and laid before this Meeting, be and are hereby considered and adopted.

RESOLVED THAT Ms. Neha Shanker Bahadur, Whole-time Director, Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally or jointly authorised (wherever required) including but not limited to digitally and/or physically sign and file the necessary forms, returns, documents etc. of the Company with various authorities including but not limited to concerned Registrar of Companies, or to make any correspondence, if any, in this regard with Reserve Bank of India (“RBI”) and to do all such acts, things and deeds that may be required for the purpose of giving effect to this resolution and other matters incidental thereto.

RESOLVED FURTHER THAT Ms. Neha Shanker Bahadur, Whole-time Director, Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally authorized to issue certify a copy of this resolution as and when required.”

ITEM NO. 2: TO APPROVE THE APPOINTMENT OF M/S GURU & JANA LLP, CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NUMBER - 006826S/S000214) AS STATUTORY AUDITORS 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 Sections 139, 142 and all other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) 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, the consent of the members of the Company, be and is hereby accorded to appoint M/S Guru & Jana LLP, Chartered Accountants, (Firm Registration Number - 006826S/S000214) as the Statutory Auditors of the Company, for the first term of five consecutive years i.e.

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from the conclusion of the 05th Annual General Meeting till the conclusion of the 10th Annual General Meeting to be held for the financial year 2029-2030 at such remuneration as may be fixed by the Board of Directors of the Company.

RESOLVED FURTHER THAT the said Auditor shall conduct the statutory audit for the financial years 2025-26 to 2029-2030.

RESOLVED THAT, Ms. Neha Shanker Bahadur, Whole-time Director, Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally or jointly authorised (wherever required) including but not limited to digitally and/or physically sign and file the necessary forms, returns, documents etc. of the Company with various authorities including but not limited to concerned Registrar of Companies, or to make any correspondence, if any, in this regard with Reserve Bank of India ("RBI") and to do all such acts, things and deeds that may be required for the purpose of giving effect to this resolution and other matters incidental thereto.

RESOLVED FURTHER THAT Ms. Neha Shanker Bahadur, Whole-time Director, Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally authorized to issue certify a copy of this resolution as and when required."

SPECIAL BUSINESSES:

ITEM NO. 3: TO APPROVE THE APPOINTMENT OF MS. NEHA SHANKER BAHADUR (DIN: 11034598) AS A 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. Neha Shanker Bahadur (DIN:11034598), who was appointed as an Additional Director of the Company on the Board of the Company w.e.f. April 09, 2025 and who holds office up to date of this Annual General Meeting, in terms of 161(1) of the Act, 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 Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally or jointly authorised (wherever required) including but not limited to digitally and/or physically sign and file the necessary forms, returns, documents etc. of the Company with various authorities including but not limited to concerned Registrar of Companies, or to make any correspondence, if any, in this regard with Reserve Bank of India ("RBI") and to do all such acts, things and deeds that may be required for the purpose of giving effect to this resolution and other matters incidental thereto.

RESOLVED FURTHER THAT Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally authorized to issue certify a copy of this resolution as and when required."

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ITEM NO. 4: TO APPROVE THE APPOINTMENT OF MS. NEHA SHANKER BAHADUR (DIN: 11034598) AS A MANAGING 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 applicable provisions of section 2(51), 2(54), 149, 152, 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to such laws, rules and regulations (including any Statutory modification(s) or re-enactment(s) thereof for the time being in force), as may be applicable and the Articles of Association of the Company, Ms. Neha Shanker Bahadur (DIN: 11034598), who was earlier appointed as a Whole -time Director of the Company w.e.f. April 09, 2025, be and is hereby re-designated/ appointed as a Managing Director of the Company with immediate effect, for a period of five (5) years , on such terms & conditions including remuneration payable as may be mutually agreed between the Managing Director and the Company.

RESOLVED FURTHER THAT Ms. Neha Shanker shall be entrusted with substantial powers of management and shall perform such duties as may be assigned by the Board from time to time.

RESOLVED FURTHER THAT Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally or jointly authorised (wherever required) including but not limited to digitally and/or physically sign and file the necessary forms, returns, documents etc. of the Company with various authorities including but not limited to concerned Registrar of Companies, or to make any correspondence, if any, in this regard with Reserve Bank of India (“RBI”) and to do all such acts, things and deeds that may be required for the purpose of giving effect to this resolution and other matters incidental thereto.

RESOLVED FURTHER THAT Ms. Basant Kaur, Director and Ms. Pooja Sharma, Company Secretary of the Company be and are hereby severally authorized to issue certify a copy of this resolution as and when required.”

For and on behalf of
C2FO Factoring Solutions Private Limited

Pooja Sharma
Company Secretary
Membership No.: A58843
Address: C.N 280, Ashok Yadav
House, Panchayat Ghar Road,
Rajokari, New Delhi, India.

Date: 05.09.2025

Place: Noida

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Contact No: 0120-5178068

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM”) IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.**

A PERSON SHALL ACT AS PROXY FOR MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN AGGREGATE NOT MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. As the Company comprises only two members, the presence of both members or their authorized representative is necessary to constitute a valid quorum for the meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Businesses to be transacted at the 5th (Fifth) AGM as set out above is annexed hereto.
4. Corporate members intending to send their authorized representative to attend the AGM are requested to send to the Company a certified copy of the Authorisation, authorizing their representative to attend and vote on their behalf at the AGM.
5. Proxy form is attached as “**Annexure-I**” with this notice. The Members are required to fill it out and submit it before the meeting.
6. Members/Authorised Representatives attending the AGM in person are requested to complete the attendance slip (in the form attached as “**Annexure II**” to this notice) and hand over the same at the AGM Venue.
7. Route map of the venue of the Meeting is attached herewith as “**Annexure-III**” for convenience of those attending the Meeting.
8. The following documents are open for inspection at the registered office of the Company on all working days of the Company during business hours (09:00 AM to 06:00 PM) up to the date of AGM and also shall be available for inspection at the venue of the AGM:
 - a. Relevant documents pertaining to items as mentioned above.

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- b. Statutory registers of the Company viz. Register of directors & Key Managerial Personnel and their shareholding, Register of Members and Register of Contracts or Arrangements in which the directors are interested, as maintained under the Companies Act, 2013.
 - c. Copy of Memorandum and Articles of Association of the Company.
9. In case of any further query/ information required, please contact by writing at the email id: pooja.sharma@c2treds.com.
10. Members are requested to notify changes (if any, in their address, email id., nominations etc.) in their address if any to the Company.
11. The annual report attached as **Annexure-IV** to this notice.

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EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

The statement pursuant to Section 102 of the Companies Act, 2013 setting out all the material facts relating to item of the accompanying notice, is as follows:

ITEM NO. 03 & 4:

The members of the Company hereby apprised that, pursuant to the provisions of Section 161 of the Companies Act, 2013 ('the Act'), the Board had appointed Ms. Neha Shanker Bahadur (DIN: 11034598) as an Additional Director (Whole – Time Director) on the Board of the Company with effect from April 09, 2025. As such, Ms. Neha holds office up to the date of this Annual General Meeting. Therefore, the Board has recommended to appoint Ms. Neha as Director of the Company.

Considering Ms. Neha's extensive experience and valuable contribution to the affairs of the Company, the Board has further recommended to redesignate and appoint as a Managing Director on the Board of the Company with immediate effect for a period of five (5) years on such terms & conditions including remuneration payable as may be mutually agreed between the Managing Director and the Company.

Furthermore, Ms. Neha Shanker Bahadur 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.

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

Age	43
Qualifications	Master's degree in Economics from the University of Hyderabad
Experience	17 years
Terms and conditions of the appointment	She will be appointed as a Managing 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	April 09, 2025
Shareholding in the Company	NIL

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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 (24-25)	NIL
Other Directorships, Membership/ Chairmanship of Committees of other Board	NIL

Except for Ms. Neha Shanker Bahadur, being the appointee, none of the Directors, Key Managerial Personnel 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 (09:00 AM to 06:00 PM) on all working days at the Registered office till the conclusion of the Annual General Meeting.

The Board recommends the resolutions for approval by the Members as an Ordinary Resolutions.

For and on behalf of
C2FO Factoring Solutions Private Limited

Pooja Sharma
Company Secretary
ICSI Membership No.: A58843
Address: C.N 280, Ashok Yadav
House, Panchayat Ghar Road,
Rajokari, New Delhi, India.

Date: 05.09.2025
Place: Noida

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ANNEXURE-I

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, India, 110014

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

We, _____ being the member (s) of C2FO Factoring Solutions Private Limited,
hereby appoint:

1. Name:

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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 our proxy to attend and vote (on a poll) for us and on our behalf at the 05th (Firth) Annual General Meeting of the members of the Company to be held on Tuesday, 30th September 2025 at 10:00 a.m. (IST) 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 is indicated below:

Resolution No.	Resolutions
1	To consider and adopt the Audited Financial Statements for the year ended march 31, 2025 along with the reports of the Auditors and Board thereon.
2	To approve the appointment of M/S Guru & Jana LLP, Chartered Accountants, (firm registration number – 006826S/ S000214) as Statutory Auditors of the Company.

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3	To approve the appointment of Ms. Neha Shanker Bahadur (DIN: 11034598) as a Director on the Board of the Company.
4	To approve the appointment of Ms. Neha Shanker Bahadur (DIN: 11034598) as a Managing Director on the Board of the Company.

Signed on day of2025

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note: Members are required to fill it out and submit it before the meeting.

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ANNEXURE-II

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 05th (Fifth) AGM of the members of C2FO Factoring Solutions Private Limited (“the Company”) scheduled to be held on Tuesday, 30th September, 2025 at 10:00 a.m. (IST) 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



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ANNEXURE -III

ROUTE MAP

From: Indira Gandhi International Airport

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



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ANNEXURE -IV

ANNUAL REPORT

(Attached separately)