

Regd. Office: 6/19 1ST FLOOR TRANSMISSION HOUSE, COMPOUND NO 82 MIDC, NR M V ROAD, ANDHERI EAST MUMBAI -MH 400059; Tel-022-62315800;Email-info@prodocssolution.com; Website-www.prodocssolution.comCIN: U72900MH2019PTC322408

NOTICE

The 5th Annual General Meeting of Prodocs Solutions Private Limited will be held on **Monday, the 30th day of September, 2024** at **12.00 p.m.**, at 6/19, 1st Floor, Transmission House, Compound No.82, MIDC Nera MV Road, Andheri East, Mumbai-400059 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the Financial Year ended 31st March, 2024, the Balance Sheet as at that date and the reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares for the financial year ended March 31, 2024 and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT consent of the members be and is hereby accorded that dividend at the rate of Rs. 1/- (Rupees one only) per equity share of Rs.10/- (Rupees ten only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2024 and the same be paid out of the profits of the company for payment to those whose names appeared on the Register of Members as on the date of 31st August,2024.

"RESOLVED FURTHER THAT any director of the company be and is hereby authorized to deposit total amount of dividend with separate Bank Account with the Punjab and National Bank and to make payment of dividend to the equity shareholders of the Company for the year March 31,2024

3. **Reappointment of Statutory Auditor:**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act,2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof, for the time being in force, and upon recommendation of the Board of Directors and subject to the approval of the members, M/s. A. K. Kocchar & Associate., Chartered Accountants (FRN 120410W), be and are hereby appointed as Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of 5th Annual General Meeting of the Company till the conclusion of the 10th Annual General

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Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and Statutory Auditor.”

SPECIAL BUSINESS:

4. To Issue Bonus Equity Shares to the members and in this regard, to consider and if thought fit, to pass the following resolution as a Ordinary Resolution:

“**RESOLVED THAT** in pursuance of Section 63 of the Companies Act, 2013 read with The Companies (Share Capital and Debenture) Rules, 2014 and on the recommendation of the Board, the approval of the members be and is hereby accorded to the Company to capitalize a sum of Rs. 4,36,00,000/- out of the Securities Premium Account as may be considered appropriate for the purpose of issue of bonus equity shares and to apply this sum of Rs. 4,36,00,000/- for paying in full at par 10,90,000 equity shares of Rs. 10/- each in the capital of the company to be allotted and distributed as fully paid bonus shares to the holders of equity shares of Rs. 10/- each in the Company, whose names appear in the Register of Members of the Company on the date of allotment, in the ratio of 4:1 i.e., 4 share of Rs. 10/- for every 1 equity share held and that such new equity Shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes pari-passu with the existing equity shares of the Company and that the equity shares so allotted during the financial year shall be entitled to dividend, if any, proportionately in the year of the allotment of these shares.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorize to take all steps to implement the above resolutions, finalize and take all actions in connections with the bonus issue and allotment of shares to the members and others where applicable”.

BY ORDER OF THE BOARD

Place : Mumbai
Date : 26-09-2024

Nidhi Sheth
Director
(DIN: 08386886)

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Compound NO 82 Midc, Nr M V Road,
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NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE THE MEETING.**

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. 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 person or shareholder.

2. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
3. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
4. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
5. The dividend approved by the Members at the AGM will be paid within a 30 days from the conclusion of the AGM, to the Members whose names appear on the Company's Register of Members as on the notice Date. Payment of dividend shall be made through electronic mode to the Members in their bank account.
6. Tax Deductible at Source (TDS) / Withholding tax Pursuant to the requirement of the Income Tax Act, 1961, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders. The TDS / withholding tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder with the Company.



PRODOCS SOLUTIONS PRIVATE LIMITED

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT 2013

Item No.4

The Board of Directors recommended to capitalize a sum of Rs. 4,36,00,000/- out of Securities Premium Account and to apply this sum of Rs. 4,36,00,000/- for paying in full at par 10,90,000 equity shares of Rs. 10/- each in the capital of the company in the ratio of 4:1 i.e., 4 share of Rs. 10/- for every 1 equity share held by members.

Now, consent of the members is required for issue of Bonus Shares. Accordingly, the Members are requested to consider the ordinary resolutions favorably.

The Board recommends the Resolution set out in the Notice for the approval of the Members.

None of the Director, Manager, other key managerial personnel and relatives of the same are concerned or interested in the passing of this Resolution.

BY ORDER OF THE BOARD

Place : Mumbai

Date : 26-09-2024

Regd. off:

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Compound NO 82 Midc, Nr M V Road,
Andheri East Mumbai -Mh 400059

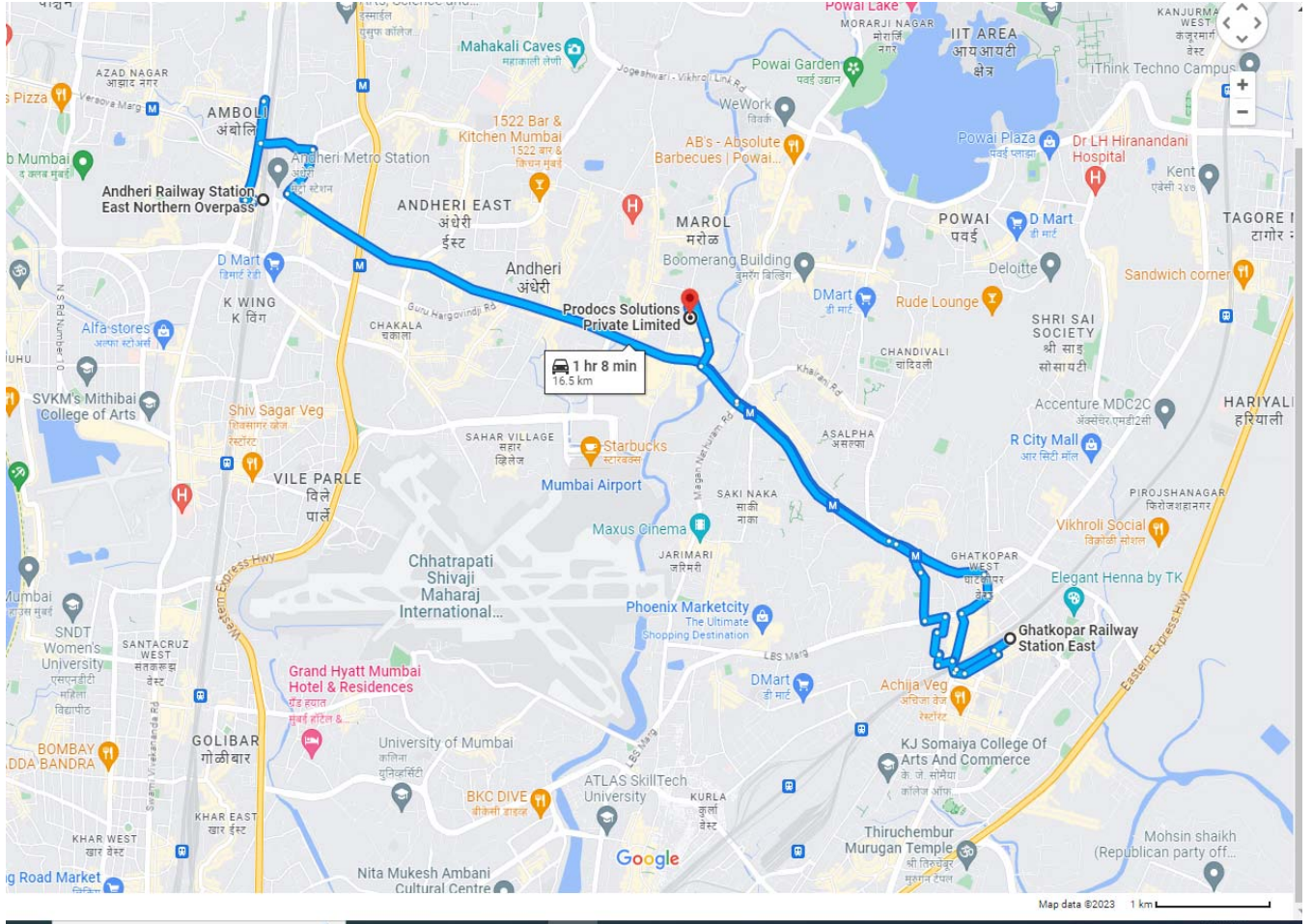
Nidhi Sheth

Director

(DIN: 08386886)

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AGM Route MAP



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