



PRODOCS SOLUTIONS LIMITED

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.com CIN: U72900MH2019PLC322408

NOTICE

The 3/2025-2026 Extra-Ordinary General Meeting of the Company will be held at the Registered office of the Company at 6/19, 1st Floor, Transmission House, Compound No. 82, MIDC, Near M. V. Road, Andheri East, Mumbai- 400059 on **Thursday, 27th November, 2025** at **11.00 a.m** for transacting the following business:

SPECIAL BUSINESS:

1. APPROVAL OF RELATED PARTY TRANSACTION FOR FINANCIAL YEAR 2026-27:

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

“RESOLVED THAT pursuant to Section 188 and applicable provisions of the Companies Act 2013 (“Act”), if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date as agreed by the board of directors of the company, approval of the shareholders of the Company be and is hereby accorded to enter into contract(s)/arrangement(s)/ transaction(s) with parties as detailed in the table forming part of the Explanatory Statement, provided however that the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with the Related Party and remaining outstanding at any one point in time shall not exceed the limits mentioned below for the financial year 2026-27, provided that the said transactions are entered into/ carried out on arm’s length basis and on such terms and conditions as may be considered appropriate by the Board of Directors.

Sr. No	Nature of the transaction as per Section 188 of the Companies Act, 2013	Name of the Director who is related and nature of their relationship	Name of Related Party	Amounts (In Rupees.) Receipts
1.	Sales of Services	Manan Kothari	Edata Solutions Inc	60,00,00,000
2.	Sales of Services	Manan Kothari	Edata Services Inc	10,00,00,000



PRODOCS SOLUTIONS LIMITED

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.com CIN: U72900MH2019PLC322408

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, any of the director of the Company thereof, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.”

BY ORDER OF THE BOARD

Place : Mumbai

Date : 03-11-2025

Nidhi Sheth

Managing Director

(DIN: 08386886)

Regd. off:

6/19 1st Floor Transmission House,
Compound NO 82 Midc, Nr M V Road,
Andheri East Mumbai -Mh 400059

NOTES

- 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.



PRODOCS SOLUTIONS LIMITED

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.com CIN: U72900MH2019PLC322408

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. During this EGM, members may access the physical copy of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013.
5. 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.
6. Route-map to the venue of the Meeting is enclosed

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

APPROVAL FOR RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEAR 2025-26:

Edata Solutions Inc and Edata Services Inc had been one of your Company's most important customers right from its inception. Both the companies contribute significantly to the Company's revenue and profits.

According to Companies Act 2013, Edata Solutions Inc and Edata Services Inc both are under the definition of related party. Hence the transaction with both the companies would be deemed to be related party transaction.

"Provided that a transaction of rendering of services, directly or through appointment of agent, with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Ten Percent of the Annual Turnover as per the last audited financial statements of the company."



PRODOCS SOLUTIONS LIMITED

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.com CIN: U72900MH2019PLC322408

All Material Related Party Transaction ('RPT') shall require approval of shareholders by means of an ordinary resolution.

Accordingly, the Company entering into transaction with Edata Solutions Inc amounting upto INR 70,00,00,000, which is exceeding 10% of annual turnover (IN RUPEES) of the Company as per the last audited financial statements of the Company, shall be considered as Material Related Party Transaction and as such will require the approval of the shareholders to enter into arrangements/transactions/contracts with the related party.

Further, the Company entering into transaction with Edata Services Inc amounting upto INR 10,00,00,000 which is not exceeding 10% of annual turnover (IN RUPEES) of the Company as per the last audited financial statements of the Company, shall not be considered as Material Related Party Transaction and as such will not require the approval of the shareholders to enter into arrangements/transactions/contracts with the related party. But for good corporate governance company has taken approval of the shareholders for the same.

Sr. No	Description	Details
	Details of Summary of information provided by the management	
a	Name of the related party	Edata Solutions Inc & Edata Services Inc
b	Name of the director or key managerial personnel who is related, if any;	Manan Kothari
c	Nature of relationship	Manan Kothari is a promoter of the company and promotor director of the Edata Solutions Inc & Edata Services Inc
d.	Type, material terms and particulars of the proposed transaction	Sales of Services
e.	Tenure of the Transaction	1 year
e.	Value of Transaction	60 crore and 10 crore respectively
f.	Percentage of the Annual turnover considering FY 2024-25 as the immediately preceding financial year, that is represented by the Value of Transaction	83.59% and 16 % is annual turnover for FY 2024-25 for Edata Solutions Inc & Edata Services Inc respectively.
2.	Justification for the transaction	Increase in Sales and revenue. The above transactions shall be in the



PRODOCS SOLUTIONS LIMITED

**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.com CIN: U72900MH2019PLC322408**

		ordinary course of business of the Company and on an arm's length basis.
3.	Rationale / Benefit of the transaction and why this transaction is in the interest of the Company	Increase the Sales and generating revenue of the company .

The Board of Directors recommends passing of the resolution as set out in this Notice as Ordinary Resolution.

BY ORDER OF THE BOARD

Place : Mumbai

Date : 03-11-2025

Regd. off:

6/19 1st Floor Transmission House,
Compound NO 82 Midc, Nr M V Road,
Andheri East Mumbai -Mh 400059

Nidhi Sheth

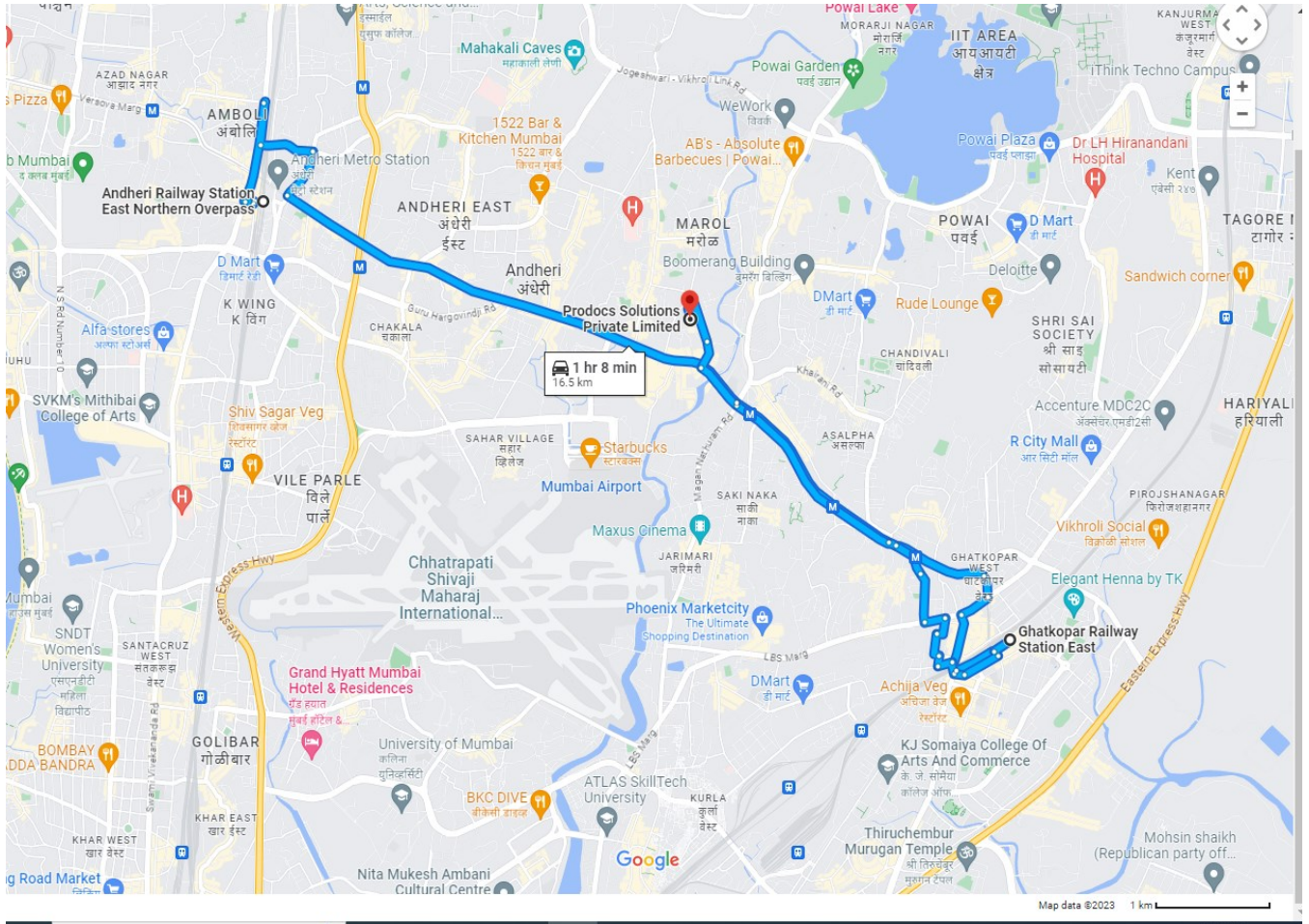
Managing Director
(DIN: 08386886)



PRODOCS SOLUTIONS LIMITED

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.com CIN: U72900MH2019PLC322408

EGM Route MAP



Prodocs Solutions Limited
6/19 1st Floor Transmission House,
Compound NO 82 MIDC Nr M V Road,
Andheri East Mumbai -Mh 400059



PRODOCS SOLUTIONS LIMITED

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.com CIN: U72900MH2019PLC322408

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]*

Name of the Member (s) Registered Address: Email Id: Folio No/ Client Id: DP ID:

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

- Name:
Address:.....
E-mail Id:
Signature:....., or failing him
- 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 3/2025-2026 Extra Annual General Meeting of the Company, to be held on **Thursday, 27th November, 2025** at 11.00 a.m., at 6/19 1st Floor Transmission House, Compound N0 82 MIDC, NR M V Road, Andheri East Mumbai -400059 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No.	Resolutions
	Special Business
1.	Approval Of Related Party Transaction For Financial Year 2026-27

Signed this.....day of.....2025.
Signature of the Shareholder.....
Signature of Proxy holder (s).....

Affix Re.1. Revenue Stamp Stamp
--

NOTE: This form must be deposited at the Registered Office of the Company not later than 48 hours before the times of the Meeting