



**PRIONE BUSINESS SERVICES PRIVATE LIMITED**

**NOTICE OF 9<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE 9<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF PRIONE BUSINESS SERVICES PRIVATE LIMITED WILL BE HELD ON THURSDAY, THE 30<sup>TH</sup> SEPTEMBER 2021 AT 10:30 AM AT THE REGISTERED OFFICE OF THE COMPANY AT H-9, BLOCK B-1, MOHAN COOPERATIVE INDUSTRIAL AREA, MATHURA ROAD, NEW DELHI 110044 IN TO TRANSACT THE FOLLOWING BUSINESS:**

**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 31<sup>st</sup> March, 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 and its wholly-owned subsidiary Cloudtail India Private Limited, comprising the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, Cash Flow Statement and Statement of Equity for the Financial Year ended March 31, 2021, together with the notes thereto, Reports of the Board of Directors and Auditors' Report, as circulated to the shareholders and laid before the meeting, be and are hereby received, considered, approved and adopted."

**SPECIAL BUSINESS:**

- 2. To appoint Mr. Amit Ranade (DIN: 08987859) 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, 160, 161 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Amit Ranade (DIN: 08987859) be and is hereby appointed as a Director of the Company, with effect from the date of this meeting.

**RESOLVED FURTHER THAT** any Director, Chief Financial Officer, Company Secretary of

**Prione Business Services Private Limited**

Registered Office: H9, Block-B1, Mohan Cooperative Industrial Area, Mathura Road, New Delhi-110044. Tel: +91 7349314525

Corporate Office: Divyasree Chambers, 5<sup>th</sup> Floor 'B' Wing, # 11, O'Shaughnessy Road, Langford Town, Bengaluru-560025, Karnataka. Tel: 080 46136666

Website : [www.prione.in](http://www.prione.in) / E-Mail : [contact@prione.in](mailto:contact@prione.in)

CIN: U74999DL2012PTC243682



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  
Prione Business Services Private Limited**



**Sreenidhi Suresh Kumar  
Company Secretary**

Membership No: A27011

Address: 203 A Block Southridge Apartment  
4th Cross Navya Nagar Road Jakkur Layout Near  
Niligiris Bangalore Karnataka 560064

**Date: 17.08.2021**

**Place: Bengaluru**

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**NOTES:**

1. The explanatory statement as required 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 NOT LATER THAN FORTY – EIGHT HOURS 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. 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 authorizing their representative to attend and vote on their behalf at the meeting.
4. 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.
5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained under Section 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 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 registered office of the Company.
6. 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.
7. Members/proxies/authorized representatives are requested to bring the duly filled in Attendance Slip enclosed herewith to attend the meeting.



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8. Enclosed the route map and prominent land mark for easy location to the venue of the meeting.



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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 APPLICABLE SECRETARIAL STANDARD:**

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. 2**

This is to inform the members that the Board of Directors' of your Company appointed Mr. Amit Ranade (DIN: 08987859) as an Additional Director of the Company w.e.f. December 19, 2020 and in terms of Section 161 (1) of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Amit Ranade (DIN: 08987859) shall hold 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, 160, 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. Amit Ranade (DIN: 08987859) as a Director of the Company.

In this regard, the Company had received consent from Mr. Amit Ranade (DIN: 08987859) signifying his intention to be appointed as Director of the Company.

In compliance with the provisions of Secretarial Standards, following are the brief particulars of Mr. Amit Ranade (DIN: 08987859):

<b>Particulars</b>	<b>Amit Ranade</b>
Age	43 Years
Qualifications	B.Tech, M.Tech & MS
Experience	18 years
Terms and conditions of appointment	Appointment of Mr. Amit Ranade as Non-Executive Director of the Company.



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Amount of remuneration sought to be paid	Nil
Remuneration last drawn, if applicable	Nil
Date of first appointment on the Board	Appointed as an Additional Director w.e.f. 19.12.2020
Shareholding in the Company	Nil
Relationship with directors / KMPs of the Company	Nil
No. of Meetings of Board attended during the FY 2020-21	2
Other directorship/ membership/ chairmanship of committees of the Board	Other Directorship – 2

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 passing of the proposed resolution in **Item No. 2** of this Notice as an **Ordinary Resolution**.

*None of the Directors, Key Managerial Personnel's or their relatives are concerned or interested in the proposed resolution either financial or otherwise except Mr. Amit Ranade and his relatives.*



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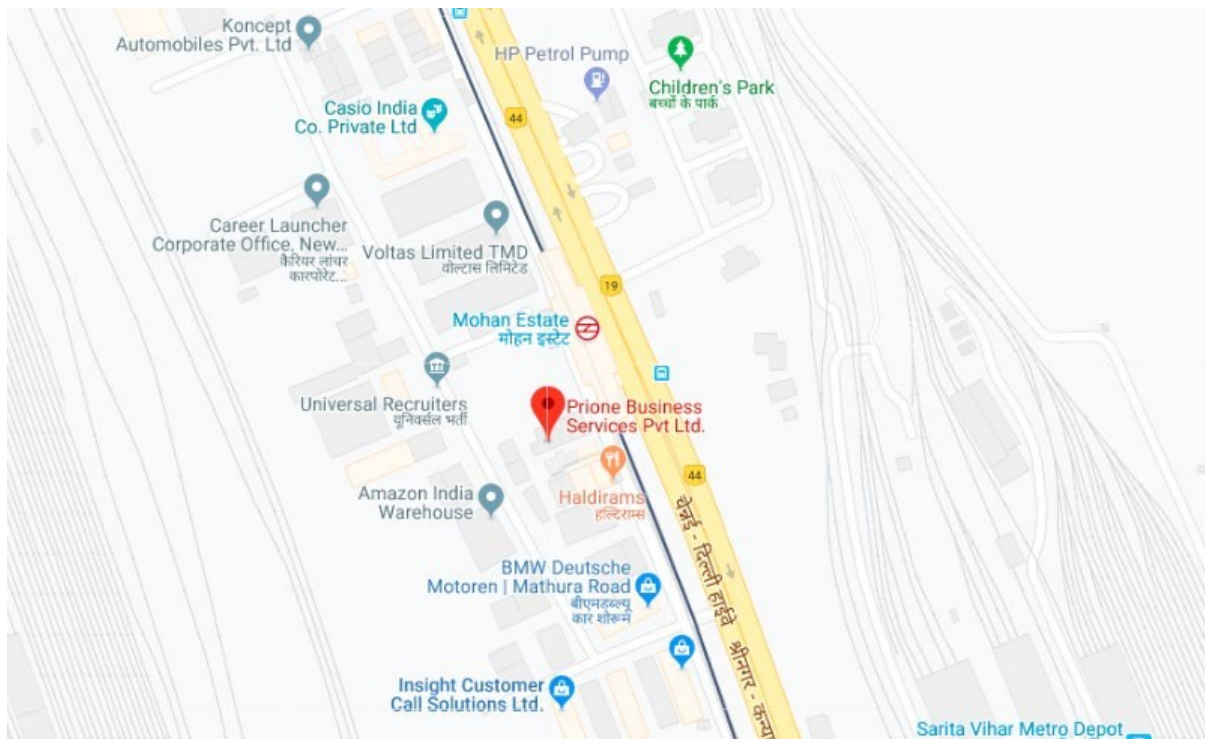
CIN: U74999DL2012PTC243682



## ROUTE MAP AND PROMINENT LANDMARK TO THE VENUE OF THE MEETING

Venue: H-9, Block B-1, Mohan Cooperative Industrial Area, Mathura Road, New Delhi

Prominent Landmark- Adjacent to Haldirams, near Mohan Industrial Estate Metro Station



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**PRIONE BUSINESS SERVICES PRIVATE LIMITED**

**ATTENDANCE SLIP**

**(To be presented at the entrance)**

**9<sup>th</sup> Annual General Meeting of the Company on Thursday, 30 September 2021 at 10:30 am at the Registered Office of the Company at H-9, Block B-1, Mohan Cooperative Industrial Area, Mathura Road, New Delhi -110044**

Folio No./DP ID / Client ID \_\_\_\_\_

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 9<sup>th</sup> Annual General Meeting on Thursday, 30 September 2021 at 10:30 am at the Registered Office of the Company at H-9, Block B-1, Mohan Cooperative Industrial Area, Mathura Road, New Delhi -110044.



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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]**

**9<sup>th</sup> Annual General Meeting – 30<sup>th</sup> September 2021**

**CIN:** U74999DL2012PTC243682

**Name of the Company:** Prione Business Services Private Limited

**Registered office:** H-9, Block B-1, Mohan Cooperative Industrial Area,  
Mathura Road, New Delhi – 110044

**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 / her

**2. Name :** .....

Address:

E-mail Id :

Signature ....., or failing him / her

**3. Name :** .....

Address:

E-mail Id:



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Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the Company, to be held on **Thursday, 30 September 2021 at 10:30 am** at H-9, Block B-1, Mohan Cooperative Industrial Area, Mathura Road, New Delhi -110044 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolutions	For	Against
<b>Ordinary Business</b>			
1	To receive, consider, approve and adopt the Audited Financial Statements of the Company including the Consolidated Financial Statements for the Financial Year ended 31 <sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors' thereon  <b>(Ordinary Resolution)</b>		
<b>Special Business</b>			
2	To appoint Mr. Amit Ranade (DIN: 08987859) as a Director of the Company  <b>(Ordinary Resolution)</b>		

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

Signature of Member

Signature of Proxy holder(s)

AFFIX REVENUE STAMP OF. 0.15 PAISE
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**Note: This Form of Proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**



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