



NOTICE OF 12th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT TWELFTH ANNUAL GENERAL MEETING (“AGM”) OF THE SHAREHOLDERS OF ELECTRONIC PAYMENT AND SERVICES PRIVATE LIMITED (THE “COMPANY”) SHALL BE HELD ON TUESDAY, 12th SEPTEMBER 2023 AT 16:00 HRS AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT NO. 702, A-WING, SUPREME BUSINESS IT PARK, HIRANANDANI GARDENS, POWAI, MUMBAI, MAHARASHTRA-400076 (“DEEMED VENUE”), THROUGH VIDEO CONFERENCING FACILITY (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended on 31st March 2023 including the Audited Balance Sheet as on 31st March 2023 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on 31st March 2023 and the Reports of the Directors and Auditors thereon.
2. To take a note of Secretarial Compliances.
3. To peruse the Books and Statutory Register of the Company

**By Order of the Board
For Electronic Payment and Services Private Limited**

Sd/-

Mani Mamallan
Chairman and Managing Director
DIN:-03584512

Place: Mumbai
Date: 18th August 2023

Notes: -

- 1) The Ministry of Corporate Affairs (“MCA”) vide **Circular No. 14/2020 dated 8th April 2020, Circular No.17/2020 dated 13th April, 2020, and Circular No. 20/2020 dated 05th May 2020, MCA Circular No. 2/2021 dated 13th January 2021, Circular No. 19/2021 dated 08th December 2021, Circular No. 21/2021 dated 14th December 2021, Circular No. 02/2022 dated 05th May 2022 and Circular No. 11/2022 Dated 28th December, 2022** (collectively called as “MCA Circulars”), (collectively called as “MCA Circulars”), has permitted companies to hold their Annual General Meeting (“AGM”) through Audio-Video Conference Facility (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Shareholders at a common venue, up to 30th September 2023. In accordance with the provisions of the Companies Act, 2013 (“the Act”), MCA Circulars and clarification/guidance on applicability of Secretarial Standards on General Meetings (“SS-2”) issued by Institute of Company Secretaries of India (ICSI) dated 15th April 2020, the AGM of the Company is being held through VC / OAVM.
- 2) Pursuant to the **MCA Circular No. 14/2020 dated 08th April, 2020 read along with Circular No. 20/2020 dated 05th May 2020**, physical attendance of the Shareholders to the AGM venue is not required. Hence, Shareholders are requested to attend and participate in the ensuing AGM through VC/OAVM. The Company has considered making it convenient for all the Shareholders to attend the Meeting considering the different time zones and locations.
- 3) Pursuant to SS-2 and **MCA Circular No. 20/2020 dated 05th May, 2020** since, the AGM is being conducted through VC or OAVM, the proceeding of the meeting shall be deemed to be made at registered office of the Company as captured in the Notice of the Meeting.
- 4) Since the AGM will be held through VC / OAVM, the Route Map is not annexed hereto.
- 5) Pursuant to the provisions of the Act, an individual shareholders entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Shareholders of the Company. However, pursuant to the **MCA Circular No. 14/2020 dated 08th April, 2020 read with Circular No. 20/2020 dated 05th May 2020**, since this AGM is being held through VC / OAVM, physical attendance of Shareholders is not required. Accordingly, the facility for appointment of proxies by the Individual Shareholder will not be available for the AGM and hence, the Proxy Form and Attendance Slips are not annexed to this Notice.
- 6) In pursuance of Section 113 of the Act and **MCA Circular No. 14/2020 dated 08th April, 2020 read with Circular No. 20/2020 dated 05th May 2020**, Corporate Bodies intending to appoint the authorized representatives to attend the AGM are advised to send a duly certified scanned Letter of Representation/Board Authorization, prior to the meeting to the Company. Letter of Representations format are enclosed along with this electronic notice.

- 7) In line with the **MCA Circular No. 17/2020 dated 13th April, 2020 read with Circular No. 20/2020 dated 05th May 2020**, the Notice calling the AGM along with Notes has been uploaded on our website – www.electronicpay.in. Please click on → About Us → Investors Relationship Tab → “12th Annual General Meeting”. Also, the Notice of the AGM along with the notes, Standalone and Consolidated Financial Statements along with Directors’ Report, Auditor’s Report and Annexures thereon and other relevant supporting documents, shall be sent through electronic mode to all the Shareholders to the email addresses registered with the Company.
- 8) Pursuant to the provisions of the Companies Act 2013 read with MCA circulars, 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 and Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013; shall be made available electronically for inspection by the Shareholder during the time of AGM. All the other reports and documents referred in this Notice will be made available for inspection through an electronic mode during the business hours 10:00 am to 18:00 pm (except Saturday and Sunday), up to the date of AGM and the Shareholder are requested to write the request to inspect the documents to Ms. Pooja Panvelkar, Company Secretary at pooja.panvelkar@electronicpay.in
- 9) Pursuant to the guidelines prescribed in the **MCA Circular No. 17/2020 dated 13th April, 2020 read along with Circular No. 20/2020 dated 05th May 2020**, the Company has verified the Name, Address, Email ID, PAN, Numbers & type of Shares held and Folio Numbers of the Shareholders through an email communication prior to the Meeting.
- 10) In pursuance to the **MCA Circular No. 14/2020 dated 08th April 2020** and Section 104 of the Act, the Chairman of the meeting shall be appointed as per the provisions of the Articles of Association of the Company.
- 11) Shareholders attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum pursuant to the **MCA Circular No. 14/2020 dated 08th April, 2020** and Section 103 of the Act.
- 12) In accordance with the **MCA Circular No. 14/2020 dated 08th April, 2020**, the Shareholder will be allowed to ask questions about additional details about the Accounts during the Meeting. The Shareholders can also send their queries to Ms. Pooja Panvelkar, Company Secretary at pooja.panvelkar@electronicpay.in prior to the meeting.
- 13) In pursuance to the **MCA Circular No. 14/2020 dated 08th April, 2020**, the voting mechanism shall be recognized by the Chairman of the Meeting, unless a demand for poll is made by any Shareholders in accordance with section 109 of the Act. In case, if the poll is demanded, the Shareholder may send their votes to Ms. Pooja Panvelkar, Company Secretary at pooja.panvelkar@electronicpay.in during the meeting.

- 14) Guidelines for joining the AGM through VC/OAVM (Zoom Meetings “Application”)
- a. Participants will be able to attend the AGM through VC / OAVM by using “Zoom Meetings”. Meeting “credentials” are as follows:
- Zoom Meeting Link:**
<https://us02web.zoom.us/j/81543911645?pwd=N29EWHVhMHg2NFpxZXNOb1ExWUpTQT09>
- Zoom Meeting ID:** 815 4391 1645
- Password:** 185132
- b. Zoom Meetings is a web-based video conferencing facility/tool that allows two-way conferencing facility and participants can communicate with the host and vice -versa and ask questions during the meeting.
- c. In the case of Android/iPhone connection, Participants will be required to download and install the Zoom Meeting application. Application may be downloaded using Google Play Store/ AppStore. The credentials are the same as captured in Point 14 (a) of notice. The calendar invite shall also be circulated to the Shareholders via a separate communication by Ms. Pradnya Bagade, Board Secretary.
- d. The VC/OAVM Facility to join the AGM through the Zoom Meeting shall be opened 15 minutes prior to the scheduled time and will be closed after the expiry of 15 minutes after the scheduled time of the commencement of the Meeting. The facility will be available on first come first served basis, however Shareholders holding 2% or more shareholding, Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Auditors, etc. may be allowed to attend the meeting without restriction on account of first-come-first-served principle.
- 15) Participants who need an assistance before or during the AGM to join the meeting, can contact to Ms. Pooja Panvelkar, Company Secretary at pooja.panvelkar@electronicpay.in or +91 7506794887.
- 16) The Company ensures to conduct the Meeting seamlessly and safeguard the authenticity of the Meeting.

**By Order of the Board
For Electronic Payment and Services Private Limited**

Sd/-

Mani Mamallan
Chairman and Managing Director
DIN:-03584512

Place: Mumbai
Date: 18th August 2023