

NOTICE

Notice is hereby given that an Extra-Ordinary General Meeting of the members of NEEV CREDIT PRIVATE LIMITED will be held at the registered office of the Company at No. 68, 6th Floor, Chitrakoot Building, 230A, A.J.C. Bose Road, Kolkata- 700020, on Monday, 5TH March, 2018 at 11 A.M. to transact the following business:

SPECIAL BUSINESS

ITEM NO. 1

INCREASE IN AUTHORISED SHARE CAPITAL

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

"RESOLVED THAT pursuant to the provisions of Section 61 read with Section 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from existing Rs. 4,00,00,000/- (Rupees Four Crores) divided into 4,00,00,000 (Four Crore) Equity Shares of Re. 1/- each to Rs. 5,00,00,000/- (Rupees Five Crores) divided into 5,00,00,000 (Five Crore) Equity Shares of Re. 1/- each by creation of additional One Crore Equity Shares of Re. 1/- each ranking pari passu in all respect with the existing Equity Shares of the Company.

"RESOLVED FURTHER THAT existing Clause V of the Memorandum of Association be deleted and the same be substituted with the following new clause as Clause V: -

V. The Authorised Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores) divided into 5,00,00,000 (Five Crore) Equity Shares of Re. 1/- each with such rights , privileges & Conditions attaching thereto as are provided by the regulations of the Company for the time being , with power to increase and decrease the capital of the Company and to divide the shares in capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the Articles of the Company for the time being and to modify or abrogate any such rights , privileges or conditions in such manner as may be permitted by the Act, or provided by the Article of the Company for the time being "

"FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, all Directors of the Company, be and are hereby severally authorized, on behalf of the Company, to do all acts, deeds, matters and things as may deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-form with the Registrar of Companies."

ITEM NO. 2

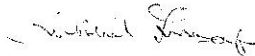
APPROVAL OF RIGHTS ISSUE

“RESOLVED THAT pursuant to Section 62 and other applicable provisions of the Companies Act, 2013 read with the applicable rules, regulations thereto, and the Articles of Association of the Company and such other necessary approvals, if any the consent of the shareholders is hereby accorded to offer, issue and allot, on rights basis, 1,27,13,582 Equity Shares of the face value Re. 1/-, at a premium, if any, as approved by the Board Of the Directors, in one or more tranches.

RESOLVED FURTHER THAT the Equity Shares may be allotted in favour of the Subscribing person/entity and such shares shall rank pari passu in all respects with the existing fully paid up equity shares of the Company.

RESOLVED FURTHER THAT all the Directors be and are hereby severally authorized to execute all documents, communications and to issue the offer letter and to do all further acts, deeds and things as may be required in this connection including the filings with any governmental Authority and the Registrar of Companies.”

For Neev Credit Private Limited
Neev Credit Private Limited


Authorised Signatory / Director

Nikhil Saraf

Director

Place: Kolkata

Date: 05/02/2018

IMPORTANT NOTES:

- 1) A member entitled to attend and vote at the General Meeting of the company is entitled to appoint one or more proxies, to attend and vote instead of himself and the proxy need not be a member of the company. Proxies in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the Extra-Ordinary General Meeting.
- 2) The explanatory statement pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of this notice.
- 3) Members and/or proxies should bring the attendance slips duly filled in at the meeting to avoid any inconvenience.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No.1**

The Company has proposals to expand the current business operations. The same would require inducement of working capital. However, for the same, an increase in authorised capital of the Company would be required. The Current Authorised Capital of the Company is Rs. 4,00,00,000/- (Rupees Four Crores) divided into 4,00,00,000 (Four Crore) Equity Shares of Re. 1/- each. Accordingly, it is desirable to increase the same to Rs. 5,00,00,000/- (Rupees Five Crores) divided into 5,00,00,000 (Five Crore) Equity Shares of Re. 1/- each by creation of additional One Crore Equity Shares of Re. 1/- each ranking pari passu in all respect with the existing Equity Shares of the Company. As per the provisions of Section 61 of the Companies Act, 2013, the increase in Authorised Capital of the Company requires approval of the Shareholders of the Company by way of Ordinary Resolution.

The Directors consider the proposed Ordinary Resolution in the interest of the Company and recommend the same for your approval.

None of the directors or Key Managerial Personnel is in anyway concerned or interested in the said resolution except to the extent of their respective shareholding in the Company.

ITEM NO. 2**APPROVAL OF RIGHTS ISSUE**

With the increase in Authorised Capital as above and in order to introduce working capital in the Company, it is desirable to acquire the funds by way of allotment to the existing shareholders of the Company. As per the provisions of Section 62 of the Companies Act, 2013, the same is to be done in the form of Rights Issue and requires approval of the Shareholders of the Company by way of Ordinary Resolution.

The Directors consider the proposed Ordinary Resolution in the interest of the Company and recommend the same for your approval.

None of the directors or Key Managerial Personnel is in anyway concerned or interested in the said resolution except to the extent of their respective shareholding in the Company.

For Neev Credit Private Limited


Authorised Signatory / Director
Nikhil Saraf

Director

Place: Kolkata

Date: 05/02/2018