

EMBASSY SERVICES PRIVATE LIMITED
(Formerly known as Embassy Property Services Private Limited)
CIN: U70102KA2006PTC038910

Regd. Office: 1st Floor, Embassy Point, 150 Infantry Road, Bangalore – 560 001
Tel. No: 080 49030000 Fax No: 080 49030046 Email: secretarialteam@embassyindia.com

NOTICE

NOTICE is hereby given that the 16th Annual General Meeting of members of Embassy Services Private Limited (CIN: U70102KA2006PTC038910) will be held on Friday, 30th September 2022 at 4:00 p.m. at the registered office of the Company at 1st Floor, Embassy Point, 150, Infantry Road, Bengaluru – 560 001, Karnataka, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022, statement of Profit & Loss and the Cash Flow Statement of the Company for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. **Appointment of Cost Auditor for the FY 2022-23:**

To consider, and if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to Section 148 and all applicable provisions of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. Starp & Associates, Cost Accountants, Chennai (Firm Registration No.: 004143), appointed as the Cost Auditors of the Company, to conduct an audit of the cost records of the Company for the Financial Year ending on March 31, 2023, at Rs. 75,000/- (Rupees Seventy Five Thousand Only) and reimbursement of out-of-pocket expenses, be and is hereby ratified.”

“**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to take all such steps, as may be necessary, proper or expedient, to give effect to this resolution and to do all such acts, deeds, matters and things as may be incidental thereto.”

3. **Regularization of Additional Director Mr. Jitendra Mohandas Virwani (DIN: 00027674) as Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“**RESOLVED THAT** Mr. Jitendra Mohandas Virwani (DIN: 00027674), who was appointed as an Additional Director who holds office up to the date of this Annual General Meeting in terms of Section of the Company by the Board of Directors with effect from January 17, 2022 as per Section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

4. **Regularization of Additional Director Mr. Karan Virwani (DIN: 03071954) as Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

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“RESOLVED THAT Mr. Karan Virwani (DIN: 03071954), who was appointed as an Additional Director who holds office up to the date of this Annual General Meeting in terms of Section of the Company by the Board of Directors with effect from January 17, 2022 as per Section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

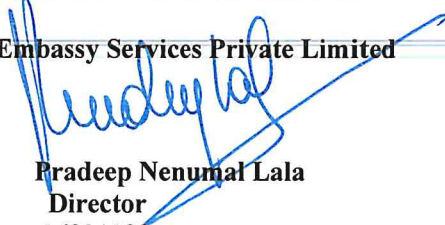
5. **Regularization of Additional Director Mr. Aditya Virwani (DIN: 06480521) as Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT Mr. Aditya Virwani (DIN: 06480521), who was appointed as an Additional Director who holds office up to the date of this Annual General Meeting in terms of Section of the Company by the Board of Directors with effect from January 17, 2022 as per Section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

By the order of the Board of the Directors

For Embassy Services Private Limited


Pradeep Nenumal Lala
Director
06821988

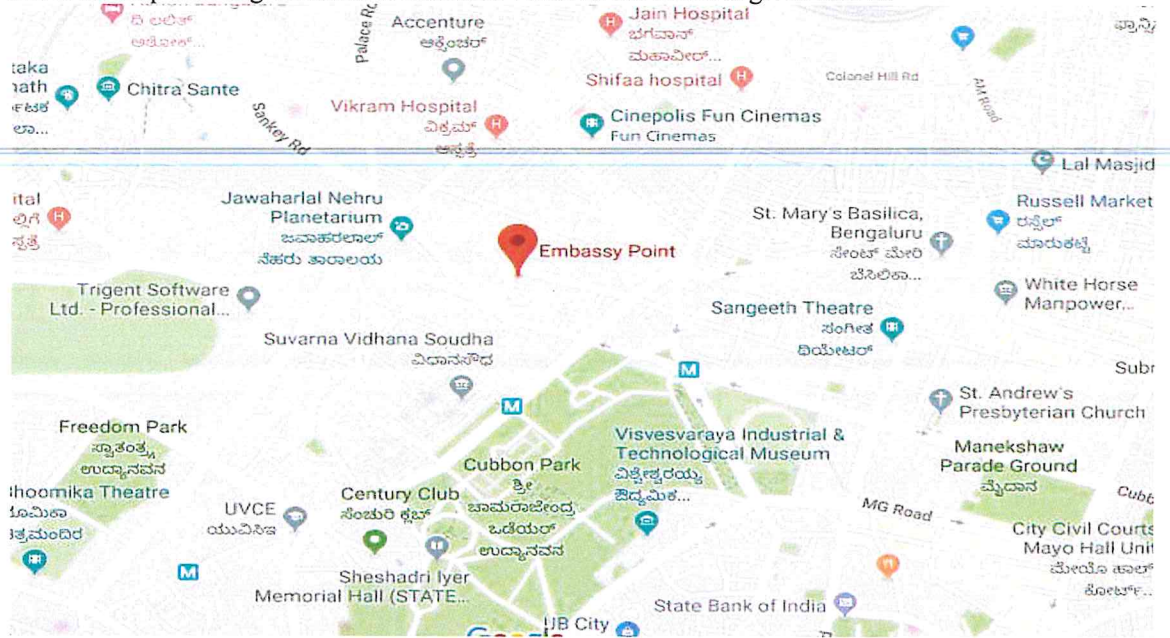
Place: Bengaluru
Date: 16/09/2022

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NOTES:

1. A member entitled to vote is entitled to appoint a proxy to attend and vote instead of him / her and a proxy need not be a member of the Company.
2. Proxies, in order to be valid shall be lodged, duly executed with the Company at its Registered Office at least forty-eight hours before the commencement of the meeting.
3. Members are requested to promptly notify any change in their postal address/ E-mail address to the Registered Office of the Company.
4. Members/Proxies should bring the attendance slip duly filled in and signed for attending the Meeting.
5. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting (AGM) are requested to send a certified copy of the Board Resolution/Authority Letter authorizing their representative to attend and vote on their behalf at the Meeting
6. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, or shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
7. Necessary documents shall be available for inspection at any time during the working hours from Monday to Friday at the Registered Office of the Company.
8. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
9. The route map showing direction to reach the venue of the AGM is given below.



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

Ordinary Resolution under Item No. 2:

The Board of Directors of the Company, at its Meeting held on September 16, 2022, has appointed M/s. Starp & Associates, Cost Accountants, Chennai (Firm Registration No.: 004143) as the “Cost Auditors” of the Company for the Financial Year (F.Y.) 2022-23, pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014. The remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand Only), and reimbursement of out-of pocket expenses, if any, payable to the Cost Auditors has been approved by the Board of Directors. Pursuant to Rule 14 of the Companies (Audit and Auditors) Rules, 2014, payment of such remuneration to the Cost Auditors shall require subsequent ratification by the Members. Hence, this Ordinary Resolution at Item No. 2 is placed for the consideration and approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

The Board recommends the Ordinary Resolution set forth in Item No. 2 for approval of the Members.

Ordinary Resolution under Item No.3:

The Board of Directors of the Company at its meeting held on January 17, 2022 has appointed Mr. Jitendra Mohandas Virwani (DIN: 00027674) as additional Director of the Company in accordance with the provisions of Section 161 of the Companies Act, 2022 read with articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Jitendra Mohandas Virwani on the Company’s Board as director and would be beneficial to the Company and hence it recommends the said resolution no. 2 for approval by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

Ordinary Resolution under Item No.4:

The Board of Directors of the Company at its meeting held on January 17, 2022 has appointed Mr. Karan Virwani (DIN: 03071954) as additional Director of the Company in accordance with the provisions of Section 161 of the Companies Act, 2022 read with articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Karan Virwani on the Company’s Board as director and would be beneficial to the Company and hence it recommends the said resolution no. 2 for approval by the members of the Company.

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None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

Ordinary Resolution under Item No.5:

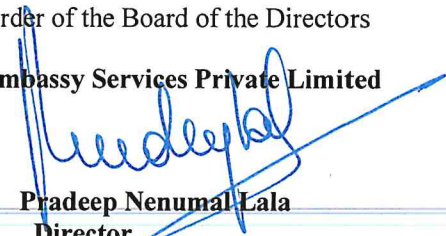
The Board of Directors of the Company at its meeting held on January 17, 2022, has appointed Mr. Aditya Virwani (DIN: 06480521) as additional Director of the Company in accordance with the provisions of Section 161 of the Companies Act, 2022 read with articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Aditya Virwani on the Company's Board as director and would be beneficial to the Company and hence it recommends the said resolution no. 2 for approval by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

By the order of the Board of the Directors

For Embassy Services Private Limited


Pradeep Nenumal Lala
Director
06821988

Place: Bengaluru
Date: 16/09/2022

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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]

CIN : U70102KA2006PTC038910

Name of the Company : Embassy Services Private Limited

Registered Office : 1st Floor, Embassy Point, 150 Infantry Road, Bangalore – 560001

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
2. Name :
Address :
E-mail Id :
Signature :, or failing him

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the company, to be held on Friday, 30 September, 2022 at 04.00 P.M. at 1st Floor, Embassy Point, 150 Infantry Road, Bangalore - 560001, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022, Statement of Profit & Loss and the Cash Flow Statement of the Company for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. Appointment of Cost Auditor for F.Y 2022-23

Signed this day of 2022

Signature of Shareholder

Signature of Proxy holder

Note:

- a) Revenue Stamp to be affixed on this form.
- b) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix Revenue

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ATTENDENCE SLIP

Embassy Services Private Limited

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Please complete this Attendance Slip and hand it over at the entrance of the place of the meeting

Folio No. _____

Client ID No. _____

Name of the Shareholder/Proxy _____

Address _____

No. of shares held _____

I hereby record my presence at the 16th Annual General Meeting of the Company held at 1st Floor, Embassy Point, 150 Infantry Road, Bangalore - 560001, on Friday, 30th September, 2022 at 04.00 P.M.
