

NOTICE OF THE 7TH ANNUAL GENERAL MEETING

Notice is hereby given that the 7th Annual General Meeting of the Members of **PRAYAAN CAPITAL PRIVATE LIMITED** will be held on **Wednesday, June 25, 2025** at the Corporate Office situated at New No.71 A/Old No.29, 2nd Floor, Burkit Road, T.Nagar, Chennai – 600017 **at 10.30 A M (IST)** with an option to participate through video conferencing (VC) and/or other audio-visual means (OAVM) to transact the following businesses:

ORDINARY BUSINESS**1. ADOPTION OF AUDITED FINANCIAL STATEMENTS:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 comprising of the Audited Balance Sheet, Statement of Profit & Loss and the Cash Flow Statement for the financial year ended March 31, 2025 along with Schedules and the Reports of the Board of Directors and Auditors thereon.

2. TO REGULARIZE THE APPOINTMENT OF MR. RAHIL FEROZE RANGWALA (DIN: 07108120) AS A DIRECTOR OF THE COMPANY, NOMINEE REPRESENTING M/S. ACCION VENTURE LABS, LP (AVL) AND ACCION AFRICA-ASIA INVESTMENT COMPANY (AAAIC)

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

***"RESOLVED THAT** pursuant to Section 152, 161 and other provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modifications or any amendments thereto or any substitution of re-enactment thereof, for the time being in force, and receipt by the Company of consents to act as director in Form DIR-2 and declarations in Form DIR-8 and MBP-1, the consent of the*



members of the Company be and is hereby accorded for the regularizing the appointment of Mr. Rahil Feroze Rangwala (DIN: 07108120) as an Additional Non-Executive Nominee Director to Non-Executive Nominee Director (Nominee) of the Company with effect from 25th June 2025.

RESOLVED FURTHER THAT Mr. Madhan Mohan Govindasamy, Managing Director and CEO and Mr. Akash S Chelvam, Director ("Authorised Persons") be and are hereby authorized severally to do all such acts, deeds or things which are necessary or expedient to give effect to the above said resolutions, including making appropriate entries in the relevant statutory registers of the Company, including the register of directors and key managerial personnel and filing of necessary forms with the registrar of companies.

RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any of the Authorised Persons, may be furnished to any person(s) as may be required."

**By order of the Board
For Prayaan Capital Private Limited**

A handwritten signature in blue ink, appearing to read "Aditya Singh Solanky".

**Aditya Singh Solanky
Company Secretary &
Compliance Officer**

Date: 03-June-2025

Place: Chennai

NOTES:

- 1) An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") is not required to be annexed as there are no special business;
- 2) The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 09/2024 dated 19-Sept-2024, extended the relaxation to the Companies till 30-Sept-2025 to conduct their General Meetings due in the financial year 2024 or 2025 through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") dispensing physical presence of the members at the meetings, provided that such Companies shall follow the procedures as prescribed in MCA General Circular No. 20/2020 dated 05-May-2020 read with such other modifications / updates given from time to time in this regard ("**MCA Circulars**"). The Annual General Meeting is being held physically at the Corporate Office of the Company, with an option given to the members to participate through Other Audit Visual Means (OAVM) in accordance with the said circulars of the MCA and applicable provisions of the Companies Act, 2013. **The Members and / or the invitees who are desirous of participating in the meeting through Other Audit Visual Means (OAVM) are requested to intimate the same in advance to Mr Aditya Singh Solanky, Company Secretary and Compliance Officer of the Company at Adityasingh.s@prayaancapital.com**
Based on your request the link for participating in the meeting through VC / OAVM shall be shared via email.
- 3) Since the facility to participate through OAVM is being provided to the AGM, the facility for appointment of proxy by the members will not be available and hence the Proxy Form is not annexed to this Notice. Attendance of the members participating through OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act;



- 4) Corporate Members intending to send their authorized representative(s) to attend the Annual General Meeting are requested to send a certified true copy of Board Resolution or authorization letter, authorizing their representative to attend and vote at the Annual General Meeting, either to the Company in advance or submit the same at the venue of the General Meeting;
- 5) Convenience of different persons positioned in different time zone is considered while fixing the timing of the Meeting;
- 6) In accordance with the above said MCA Circulars owing to the difficulties involved in dispatching of physical copies of the Notice of AGM, the same is being sent in electronic mode to the members whose email address is registered with the Company. Copy of the Annual Report along with the AGM Notice is made available at the website of the Company – www.prayaancapital.com.
- 7) Members who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at Adityasingh.s@prayaancapital.com along with the copy of the signed request letter mentioning the name and address of the member, self-attested copy of the PAN card and self-attested copy of any document (eg: Driving License, Aadhar Card, Election Identity Card, passport) in support of the address of the member. In case of any queries / difficulties in registering the email address, Members may write to adityasingh.s@prayaancapital.com / info@prayaancapital.com;
- 8) The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which directors are interested maintained under Section 189 of the Act will be available for inspection by members physically at the Corporate Office and electronically during the time of AGM



9) All the documents referred to in the Notice will be available for inspection at the Corporate Office between 10.00 AM to 6.00 PM on all working days from the date hereof up to the date of the meeting.

10) Route map of the Venue (Corporate Office) is provided along with this Notice for the convenience of the members who intend to attend this meeting physically.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

1. Facility to attend the AGM through VC / OAVM by Zoom platform shall be provided to the members based on their prior request. The members may join the meeting using their registered email address through a meeting invite which will be sent to them in advance based on their request;
2. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time;
3. The Members may contact Mr. Senthil, Assistant Manager - IT, on +91 9445124179 / itadmin@prayaancapital.com for any technology assistance required before or during the meeting;
4. Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches;
5. In accordance with the Articles of Association of the Company, voting on the resolutions shall be conducted on poll unless otherwise agreed upon by the Investor (Sub-K Impact Solutions Limited). In case of Poll, the members participating through VC / OAVM are requested to convey their vote for each resolution mentioned in the Notice through their email address registered with the Company to adityasingh.s@prayaancapital.com



**By order of the Board
For Prayaan Capital Private Limited**



**Date: 03-June-2025
Place: Chennai**

A handwritten signature in blue ink, appearing to read "Aditya Singh Solanky".

**Aditya Singh Solanky
Company Secretary &
Compliance Officer**

**ROUTE MAP FOR THE VENUE OF THE 7TH ANNUAL GENERAL MEETING OF
PRAYAAN CAPITAL PRIVATE LIMITED**

Corporate Office at New No.71 A/Old No.29, 2nd Floor,

Burkit Road, T.Nagar, Chennai – 600017

(Opposite to Sri Ramakrishna Mission Sarada Vidyalaya

Model Higher Secondary School for Girls)

