

### NOTICE

**Notice is hereby given that the Third Annual General Meeting of OXYZO Financial Services Private Limited is scheduled to be held on September 30, 2019 (Monday) at 12:00 Noon(IST) at a shorter notice at the Registered Office of the Company at Shop No. G-22C (UGF) D-1 (K-84) Green Park Main New Delhi-110016 to transact the following business as:**

#### **Ordinary Business:**

**1. To receive, consider and adopt the audited financial statements as at March 31, 2019 and the Reports of the Board of Directors & Annual Report and Auditors thereon;**

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

**“RESOLVED THAT** the Auditor’s report on Annual Financial Statement of the Company placed before the shareholder for the year ended March 31, 2019 be and is hereby taken note of;

**RESOLVED FURTHER THAT** the audited Financial Statement of the Company comprising of Balance Sheet as at March 31, 2019, the Statement of Profit & Loss Account and the Cash Flow Statement for the Financial Year ended on that date together with the schedules thereto submitted to the meeting be and are hereby read and adopted pursuant to and complying with the provisions of Companies Act, 2013.

**RESOLVED FURTHER THAT** the Directors’ Report and Annual Report of the Company pursuant to section 134 of the Companies Act, 2013 and SEBI and RBI regulation placed before the Members at this meeting be and is hereby approved and adopted (for circulation to the Members along with the Annual Accounts for the Financial Year ended March 31, 2019) and any two Director(s) be and are hereby severally authorised to sign the Report on behalf of the Board as required under Companies Act , 2013 .

**RESOLVED FURTHER THAT** Directors of the Company be and are hereby severally authorized to comply with relevant applicable regulation or sections of SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 , Master Direction- Non-Banking Financial Company Returns (Reserve Bank) Directions, 2016, SECURITIES AND EXCHANGE BOARD OF INDIA (DEBENTURE TRUSTEES) REGULATIONS, 1993 and other statutory authority, as and when required and to file necessary intimation/ forms as per the prevailing Law, if required or to do all acts, deeds and things as may be incidental or necessary to give effect to this resolution.”

#### **AS SPECIAL BUSINESS**

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

#### **Regularisation of Mr. Asish Mohapatra as the Director of the Company:**

**“RESOLVED THAT** pursuant to provision of Section 161 the Companies Act, 2013 and other applicable provisions of the Act (including any statutory modification or re-enactment thereof )and other applicable provisions of Article of Association of the Company, Mr. Asish Mohapatra, who was appointed as an Additional Director with effect from February 05, 2019 on the Board of the Company and who hold office up to the date of this Annual General Meeting , be and is hereby appointed as the Director of the Company.”

**Registered Office:** Shop No. G-22 C (UGF) D-1 (K-84), Green Park Main, New Delhi, South Delhi- 110016

CIN: U65929DL2016PTC306174, Phone: 011-41054262



**OXYZO Financial Services Private Limited**

**Corp. Office:**

#101, First Floor, Vipul Agora Mall,

MG Road, Gurgaon-122002

Contact: 0124- 4006603

Email: [finance@oxyzo.in](mailto:finance@oxyzo.in)

Website: [www.oxyzo.in](http://www.oxyzo.in)

“RESOLVED FURTHER THAT Mr. Brij Kishore Kiradoo, Company Secretary of the Company, be and is hereby authorized to file necessary DIR-12 with the Registrar of Companies in this regard.”

**Certified true copy**

**For Oxyzo Financial Services Private Limited**

**Sd/-**

**Brij Kishore Kiradoo**

**Company Secretary**

**ICSI Membership No. A40347**

**Add: #101, First Floor, Vipul Agora Mall,**

**Gurgaon-122002**

**Date: September 27, 2019**

**Place: Gurgaon**

**Registered Office:** Shop No. G-22 C (UGF) D-1 (K-84), Green Park Main, New Delhi, South Delhi- 110016

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**NOTES:**

- I. A MEMBER ENTITLED TO ATTEND, AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED TO THIS REPORT.
- II. 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 at the meeting.
- III. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- IV. The Register of Directors and their shareholding, maintained u/s 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 and all other documents referred to in the notice and explanatory statement, will be available for inspection by the members of the Company at Registered office of the Company during business hours 10:00 A.M. to 06:00 P.M. (except Saturday and Sunday) up to the date of Annual General Meeting and will also be available during the Annual General Meeting
- V. During the period beginning 24 hours before the time fixed for the 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 the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
- VI. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.
- VII. Members/proxies attending the meeting are requested to bring their duly filled admission/ attendance slips sent along with the notice of annual general meeting at the meeting.

**Certified true copy****For Oxyzo Financial Services Private Limited****Sd/-****Brij Kishore Kiradoo****Company Secretary****ICSI Membership No. A40347****Add: #101, First Floor, Vipul Agora Mall,****Gurgaon-122002****Date: September 27, 2019****Place: Gurgaon****Registered Office:** Shop No. G-22 C (UGF) D-1 (K-84), Green Park Main, New Delhi, South Delhi- 110016

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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON AGM**

**ITEM NO.1**

**Appointment of Mr. Asish Mohapatra as Director:**

Board of directors of the Company through resolution on February 05, 2019 has appointed as Additional Director of the Company and he holds office of the Director till the conclusion of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of **Mr. Asish Mohapatra** as Director of the Company.

Brief profile of **Mr. Asish Mohapatra** is given below for reference of the member:

Asish (Group Head, Operations ) leads the entire operations efforts at the Group. He brings deep operational expertise in managing and defining vision for new age businesses from his past roles as a Director at Matrix Partners, India and as an Engagement Lead at McKinsey (where he led assignments across Operations and Healthcare) and as an Operations manager at ITC, where he led the turn-around of a production plant acquired by ITC.

Asish holds an MBA from Indian School of Business, Hyderabad and a B. Tech in Mechanical Engineering from Indian Institute of Technology, Kharagpur.

**Detail of Director:**

Name of Director	Relationship with other Director and KMP	Number of Meetings of the Board attended during the year	Age	Remuneration	T&C of appointment	Shareholding in the Company	Date of Appointment	Interest in other Entity
Asish Mohapatra	Spouse of Ms. Ruchi Kalra (KMP)	10/34	39	Not require as Non-Executive Director	As per Appointment letter	100 % shareholding of OFB Tech Private Limited (Mr. Asish Mohapatra acting as Authorised representative	Feb 05, 2019	1. OFB Tech Private Limited 2. New Delhi Centre For Sight Limited 3. OFCONS Construction



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						on behalf of Company)		Private Limited
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None of the Directors and Key Managerial Personnel of the Company and their relatives except **Mr. Asish Mohapatra** is concerned or interested, financial or otherwise, in the resolution.

The Board recommends the resolution set forth in Item no.1 for the approval of the members.

**Certified true copy**

**For Oxyzo Financial Services Private Limited**

**Sd/-**

**Brij Kishore Kiradoo**

**Company Secretary**

**ICSI Membership No. A40347**

**Add: #101, First Floor, Vipul Agora Mall,  
Gurgaon-122002**

**Date: September 27, 2019**

**Place: Gurgaon**

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**Route Map of venue with Landmark:**



**Venue of Meeting: Shop No. G-22C (UGF) D-1 (K-84) Green Park Main New Delhi-110016**

**Land Mark: Green Park**

**Registered Office: Shop No. G-22 C (UGF) D-1 (K-84), Green Park Main, New Delhi, South Delhi- 110016**

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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)**

Corporate Identification Number: U65929DL2016PTC306174

Name of the company : Oxyzo Financial Services Private Limited

 Registered Office : Shop No. G-22 C (UGF) D-1 (K-84) Green Park Main New  
Delhi-110016

**Name of the Members** :

**Registered address** :

**E-mail ID** :

**Folio No. /DP ID &** :

**Client ID\*** :

\*Applicable in case shares are held in electronic form.

I/We, being the holder(s) of \_\_\_\_\_ shares of Oxyzo Financial Services Private Limited, hereby appoint:

**Name of the Members** :

**Address** :

**E-mail ID** :

Signature: \_\_\_\_\_

as my / our proxy to attend and vote (on Poll) for me/us and on my/our behalf at Third Annual General Meeting of members of the Company to be held on **Monday September 30, 2019 at 12:00 Noon (IST)** at the registered office of the Company located at Shop No. G-22 C (UGF) D-1 (K-84) Green Park Main New Delhi-110016, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Resolution No.	Description	For	Against
<b>Special Business</b>			
1	Regularisation of Mr. Asish Mohapatra as the Director of the Company		

Signed this \_\_\_\_ day of \_\_\_\_ 2019

 \_\_\_\_\_  
Signature of Member

 \_\_\_\_\_  
Signature of first proxy holder

 \_\_\_\_\_  
Signature of second proxy holder

Affix Revenue Stamp
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**Note:** This form of proxy in order to be effective should be duly completed and deposited and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the AGM

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**ATTENDANCE SLIP**

**Oxyzo Financial Services Private Limited - Shop No. G-22 C (UGF) D-1 (K-84), Green Park Main, New Delhi-110016**

Name of Member/Proxy(ies)	:
Registered Address	:
Email ID	:
Folio No/Client ID	:
**DP ID	:

I/We certify that I/We am/are registered Member /proxy for the registered Member of the Company.

I/We hereby record my presence at the Third Annual General Meeting of the Company to be held on Monday September 30, 2019 at 12:00 Noon ( IST) at the registered office of the Company located at Shop No. G-22 C (UGF) D-1 (K-84) Green Park Main New Delhi-110016.

Member's / Proxy's name in BLOCK letters Signature of Member /Proxy

Note: Please fill in the attendance slip and hand it over at the entrance of the Meeting hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting.

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