



SHORTER NOTICE OF THE THIRTY-SECOND ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Thirty-Second Annual General Meeting** of the Members of Vikas Telecom Private Limited ("**Company**") will be held at shorter notice on Saturday, June 22, 2024, at 1600 Hrs IST at Symphony, WeWork Unit No. 102, Embassy One, Pinnacle, Ground Floor, No. 8, Bellary Road, Dena Bank Colony, Ganganagar, Bengaluru – 560032, Karnataka, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, and note the Report of the Auditors and the Report of the Board of Directors thereon.

SPECIAL BUSINESS:

2. **To ratify the remuneration of Cost Auditors of the Company for the Financial Year ending March 31, 2025.**

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

"RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the explanatory statement annexed to the Notice, to be paid to M/s. GSR & Associates, Cost Accountants (Firm Reg. No. 000069), the Cost Auditors appointed by the Board of Directors, to conduct the audit of cost records of the Company for the Financial Year ending March 31, 2025, be and is hereby ratified.

RESOLVED FURTHER THAT each of the Directors of the Company or the Company Secretary, be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to the aforesaid resolution."

By order of the Board of Directors
For and on behalf of **Vikas Telecom Private Limited**

Sd/-

Gautham Nambiar
Company Secretary & Compliance Officer
F12376

Place: Bengaluru
Date: April 23, 2024

Address: Royal Oaks, Embassy GolfLinks Business
Park, Off Intermediate Ring Road,
Bengaluru – 560071, Karnataka

NOTES:

1. Corporate Members intending to send their authorised representative(s) to attend the Meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the Meeting.
2. For convenience of the Members and for proper conduct of the Meeting, entry to the place of Meeting will be regulated by the attendance slip, which is annexed to the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue.
3. Members are requested to write their Client ID and Depository Participant ID on the attendance slip and bring their attendance slip to the venue of the Meeting.
4. All relevant documents referred to in the accompanying Notice shall be open for inspection, during normal business hours on any working day, at the Registered Office of the Company upto and including the date of the Meeting.
5. Members may address their queries / communications, if any, at least 48 hours before the time appointed for the meeting to facilitate the answering thereto at secretarial@embassyofficeparks.com.
6. A route map and prominent landmark for easy location to the venue of the Meeting is attached to this Notice.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 (hereinafter referred to as “**the Act**”) and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act read with Rules made thereunder will be available for inspection by the Members at the Meeting.
8. Members are requested to note the following contact details for addressing queries/ grievances, if any:

Mr. Gautham Nambiar
Company Secretary & Compliance Officer

Royal Oaks, Embassy GolfLinks Business Park, Off Intermediate Ring Road, Bengaluru – 560071, Karnataka, India

T: +91 80 4722 2222

Email id: secretarial@embassyofficeparks.com.

9. The Members desiring to inspect the relevant documents referred to in the accompanying notice are required to send request on the Company’s email Id: secretarial@embassyofficeparks.com. An extract of such documents would be sent to the Members on their registered email address, upon request.



EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2:

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, sets out all material facts relating to the business mentioned under Item No. 5 of the accompanying Notice:

To ratify the remuneration of Cost Auditors for the Financial Year ending March 31, 2025

The Board of Directors in their meeting held on April 23, 2024, had appointed M/s GSR & Associates, Cost Accountants (Firm Reg. No. 000069), having their office at 80/1, 3rd Block, Jayalakshmpuram, Mysuru – 570012, as “Cost Auditors” of the Company to conduct the audit of cost records of the Company for the Financial Year ending March 31, 2025.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (as amended), the remuneration payable to the Cost Auditors shall be ratified by the Members of the Company. Accordingly, approval of the Members is requested by passing an Ordinary Resolution as set out at Item No. 2 of this Notice to ratify the remuneration payable to Cost Auditors, for the audit of cost records of the Company, for the Financial Year ending March 31, 2025 at a remuneration of ₹75,000/- only (Indian Rupees Seventy Five Thousand only) (excluding GST and out of pocket expenses at actuals).

Relevant documents referred in respect of the said item are available for inspection without any fee by the Members at the venue of the meeting during normal business hours on any working day upto and till the conclusion of this Annual General Meeting.

No Director of the Company and/or their relatives, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the resolution set forth in Item No.2 of this Notice for approval of Members as an Ordinary Resolution.

By order of the Board of Directors
For and on behalf of **Vikas Telecom Private Limited**

Sd/-

Gautham Nambiar
Company Secretary & Compliance Officer
F12376

Place: Bengaluru
Date: April 23, 2024

Address: Royal Oaks, Embassy GolfLinks Business
Park, Off Intermediate Ring Road,
Bengaluru – 560071, Karnataka



ATTENDANCE SLIP

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

I/we hereby record my/our presence at the Thirty-second Annual General Meeting of the Company, held on Saturday, June 22, 2024, at 1600 Hrs IST at Symphony, WeWork Unit No. 102, Embassy One, Pinnacle, Ground Floor, No. 8, Bellary Road, Dena Bank Colony, Ganganagar, Bengaluru – 560032, Karnataka.

Folio No. _____

Client ID No. _____

Name of the Shareholder _____

Address _____

No. of shares held _____

Signature of the Shareholder(s)

**ROUTE MAP OF THE VENUE OF THE THIRTY- SECOND ANNUAL GENERAL MEETING
OF
VIKAS TELECOM PRIVATE LIMITED**

Venue: Symphony, WeWork Unit No. 102, Embassy One, Pinnacle, Ground Floor, No. 8, Bellary Road, Dena Bank Colony, Ganganagar, Bengaluru – 560032, Karnataka.

Landmark: Next to HMT Bhavan

