

NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of the Members of Seasons International Private Limited will be held on **Monday, 29th day of November, 2021 at 11:00A.M.** at Registered Office situated at 5-O-20, First Floor, R.C. Vyas Colony, Bhilwara RJ 311001 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Report of the Board of Directors, Profit and Loss Account for the financial year ended on 31st March 2021 and the Balance Sheet as at that date and the report of Auditors, thereon.
2. To Approval of Loans to Directors/Interested Parties and in this regard, to consider and if thought fit, to pass with or without modification(s) the following as an Special Resolution:

"RESOLVED THAT pursuant to Sections 185 and other applicable provisions of the Companies Act, 2013 ("the Act"),if any, and Rules made there under as may be amended, from time to time, the company hereby accord the consent of the members of the company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested for an aggregate amount not exceeding Rs.50.00 Crore (Rupees FiftyCrore Only), at any time together with the existing loan, guarantee and security subject to such conditions as may be prescribed.

"RESOLVED FURTHER THAT the board shall ensure that such transactions are in the ordinary course of business and not prejudicial to any of the parties as well as fair and reasonable to the business needs of the company.


"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as, in its absolute discretion, may be considered necessary, expedient or desirable and to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution or otherwise considered by the Board of Directors to be in the interest of the Company.

NOTES

- a. Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and proxy need not be a member of the company. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.
As per Section 105 of the Companies Act, 2013 and Rule 19, Sub-Rule (2) of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. Provided that 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 proxy for any other person or shareholder.
- b. Members seeking any information or clarification are requested to send in written queries to the Company, in advance, before the date of the meeting.
- c. Members/Proxies should bring the Attendance Slip sent herewith, duly filled in, for attending the meeting.
- d. Members are requested to immediately inform their change in address quoting folio number(s) to the Company.
- e. Corporate members intending to send their authorized representative to attend the meeting are requested to send to the company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf.
- f. The Explanatory Statement pursuant to section 102 of the companies Act, 2013 is annexed hereto.
- g. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
- h. Relevant documents referred to in the notice and explanatory statement are open for inspection at the registered office of the company on all working days up to the date of the meeting.

Dated: -21.08.2021
Registered Office
5-O-20, First Floor, R.C. Vyas Colony,
Bhilwara-311001, Rajasthan

By Order of the Board
For Seasons International Private Limited



Mahendra Garg

Director
DIN: 02262765

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No. 1

In order to conduct business and align with various legislations, policies, guidelines laid down by various statutory authorities the company in the ordinary course of business is required to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by its directors, relatives, associates and any person in whom any of the director of the company is interested directly or indirectly as per section 185 of Companies Act, 2013 for an aggregate amount not exceeding Rs.50.00 Crore (Rupees Fifty Crore Only), at any time together with the existing loan, guarantee and security which requires approval of members by a Special Resolution.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed loans, guarantee or security are utilized by the borrowing company for its principal business activities.

All the Directors are concerned or interested in the aforesaid resolution.

The Board recommends the Special Resolution set out at Item no. 1 for the approval of Members.

Dated: -21.08.2021
Registered Office
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Bhilwara-311001, Rajasthan

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For Seasons International Private Limited



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