



NOTICE OF THE 18th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 18th Annual General Meeting of the members of Kritikal Solutions Private Limited will be held on **Monday, 21st December 2020 at 4PM** through Audio Visual Means at the registered office of the Company at H-No-1/4527, Kali Dass Marg, Ram Nagar Extn, Hanuman Mandir, New Delhi -110032, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Annual Standalone and Consolidated Financial Statements of the Company comprising of Balance Sheet as at 31st March, 2020, Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on that date along with notes to accounts referred therein, the Auditors' report thereon and the Directors' report thereto.

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

“RESOLVED THAT pursuant to the provisions of Section 129 of the Companies Act, 2013 and rules made thereunder (including any amendment therein or re-enactment thereof, if any), Audited Annual Standalone and Consolidated Financial Statements of the Company comprising of Balance Sheet as at 31st March, 2020 and the Profit & Loss Account and cash flow statement for the financial year ended on that date together with its annexures, schedules and notes thereon and the reports of Directors and Auditors thereon, be and are hereby received, considered and adopted.”

2. To declare Dividend for the financial year ended 31st March, 2020.

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

“RESOLVED THAT a Dividend of Rs. 2/- (at the rate of 20 percent) per equity share of Rs. 10/- each fully paid up, of the Company, be and is hereby declared for the Financial Year ended 31st March, 2020 and that the same be paid as recommended by the Board of Directors, out of the profits of the Company for the financial year ended 31st March, 2020.”

**By order of the Board of Directors
For Kritikal Solutions Private Limited**

**Dipinder Singh Sekhon
Wholetime Director
DIN: 01000924
Address: 1009 B, The Aralias, Dlf Phase 5, Dlf Golf Links,
Galleria Dlf-Iv, Farrukhnagar Gurugram 122009**

**Date:
Place:**



NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated 5th May, 2020 read with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), and MCA Circulars, the AGM of the Company is being held through Audio Visual Means.
2. The facility of participation through Audio Visual Means is available to all members without any restriction.
3. **AS THE MEETING IS BEING HELD VIA AUDIO VISUAL MEANS, AND PHYSICAL ATTENDANCE OF THE MEMBERS HAVE BEEN DISPENSED WITH, THE FACILITY TO APPOINT A PROXY BY THE MEMBERS WILL NOT BE AVAILABLE. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE**
4. The facility for joining this meeting shall be opened before 15 minutes of the scheduled time of the meeting at 3.45PM and shall be closed after the expiry of 15 minutes of the scheduled time
5. Attendance of members present through Audio Visual Means shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act,2013
6. The Chairman of the meeting will be appointed as under:
 - 6.1 The members present shall elect the Chairman on show of hands.
 - 6.2 By a poll. Members may convey their votes by sending the same on the dipinder@kritikalvision.ai (Designated email), when a poll is required to be taken during the meeting on any resolution. Members shall send emails through their email addresses which are registered with the Company.
7. The Members will be allowed to pose questions during the course of the Meeting in regard to the financial statements and other matters. The queries can also be given in advance at dipinder@kritikalvision.ai.
8. In accordance with the aforementioned circulars, the Notice calling the AGM is available on the website of the Company at <http://www.kritikalsolutions.com>.
9. Corporate Members/ other institutions intending to send their authorized representative to attend the Meeting are requested to send to the Company a scanned copy of certified true copy of the Board Resolution/ Authority letter authorizing their representative to attend and vote on their behalf at the Meeting.
10. As the Annual General Meeting of the Company has been called on a shorter notice, members of the company are requested to give their consent in the prescribed format enclosed with the notice and submit the same electronically at the Designated Email, to conduct the 18th Annual General Meeting.



11. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company, up to and including the date of the Annual General Meeting of the Company.
12. During the 18th AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013.
13. In view of the extraordinary circumstances due to COVID-19 pandemic prevailing in the country, MCA Circulars have clarified that social distancing is a pre-requisite in the current scenario and in reference to clarifications/ Guidance on applicability of Secretarial Standards on General Meetings (SS-2) dated 15th April, 2020, the Company will hold the AGM through OAVM, without the physical presence of the Members at the registered office of the Company at H-No-1/4527, Kali Dass Marg, Ram Nagar Extn, Hanuman Mandir, New Delhi -110032. In view of the directions from MCA, the Meeting is being convened through OAVM and physical presence of the Members are not required at the venue and that the proceedings of the AGM conducted shall be deemed to be made at this venue. Hence, no route map is being attached to this Notice.

14. INSTRUCTION FOR JOINING THE MEETING THROUGH Audio Visual Means

Members can join the meeting the Audio Visual Means facility by following the steps below:

1. Accepting the meeting invite sent on registered emails through Google calendar (zoom link)
2. Joining through the Meeting invite link as mentioned below Meeting ID (Click to follow link) :
<https://us02web.zoom.us/j/82887523389>
3. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Members connecting from mobile devices or tablets or through laptops etc 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.

In case of any queries regarding Audio Visual facility before or during the meeting, Members may call at number 9810045698 or write to deepak@kritikalvision.ai to receive a response. Members desiring any assistance relating to joining the meeting are requested to write to us at least 24 Hours before the meeting to enable us to assist you effectively.



CONSENT OF SHAREHOLDER FOR SHORTER NOTICE

[Pursuant to section 101(1) of Companies Act, 2013]

To
The Board of Directors
Kritikal Solutions Private Limited
Registered office:
H-No-1/4527, Kali Dass Marg, Ram Nagar Extn,
Hanuman Mandir, New Delhi -110032

Dear Sirs,

I, _____ S/o of Mr. _____, resident of _____ Authorized Representative of M/s _____, Authorized vide its Board Resolution/Authorisation Letter dated _____, holding _____ (_____) Equity share of Rs. 10/- in the Company hereby give consent, pursuant to section 101(1) of the Companies Act, 2013, to hold 18th Annual General Meeting at shorter notice through Other Audio Visual Means ("OAVM") facility on **Monday, 21st December 2020 at 4PM** at the registered office of the Company at H-No-1/4527, Kali Dass Marg, Ram Nagar Extn, Hanuman Mandir, New Delhi -110032 ("Deemed Venue").

(_____)

Date: _____