

**NOTICE OF FIRST EXTRA ORDINARY GENERAL MEETING (01/2020-21)**

NOTICE IS HEREBY GIVEN THAT THE FIRST EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF NAVI FINSERV PRIVATE LIMITED WILL BE HELD ON MONDAY 6<sup>TH</sup> JULY, 2020 AT 10:00 A.M AT SALARPURIA BUSINESS CENTER, 4<sup>TH</sup> B CROSS ROAD KORAMANGALA 5<sup>TH</sup> BLOCK, KORAMANGALA INDUSTRIAL LAYOUT, KORAMANGALA, BENGALURU, KARNATAKA 560095 TO TRANSACT THE FOLLOWING BUSINESS:

**SPECIAL BUSINESS:****ITEM NO: 1. APPOINTMENT OF MS. USHA A NARAYANAN (DIN: 06939539) AS AN INDEPENDENT DIRECTOR**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, and the applicable Reserve Bank of India rules, guidelines, directions and circulars including the Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (as amended from time to time), Ms. Usha A Narayanan (DIN: 06939539) who qualifies for being appointed as an Independent Director as recommended by the Board of Directors in their meeting held on 30<sup>th</sup> June 2020, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years.

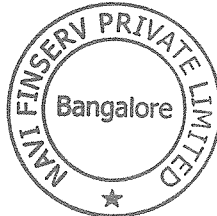
RESOLVED FURTHER THAT Mr. Ankit Agarwal, Director (DIN: 08299808) or Ms. Dimple J Shah, Company Secretary of the company be and are hereby severally authorized to file, sign, verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to this Resolution."

By Order of the Board

For NAVI FINSERV PRIVATE LIMITED (Formerly Known as Chaitanya Rural Intermediation Services Private Limited)



Dimple J Shah  
Company Secretary  
ACS No: A36349  
eCSIN: EA036349A000113206  
Address: Bindu Amulya Apartment  
Flat No. 408, 4th Floor, Anjananagar,  
Bangalore- 560091

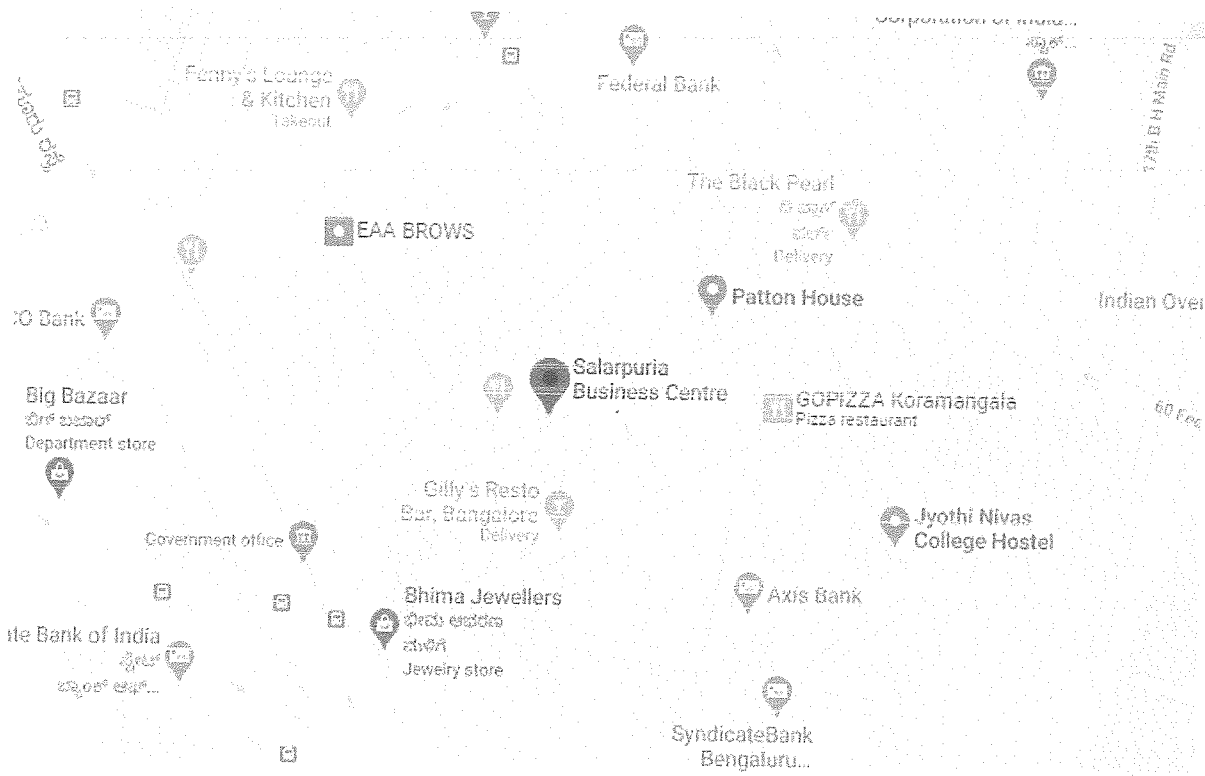


Date: 30.06.2020  
Place: Bangalore

**Notes:**

- An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special businesses to be transacted at the meeting is annexed hereto.
- A Member entitled to attend and vote at the Extra-Ordinary General Meeting is entitled to appoint proxy/proxies to attend the meeting and vote on poll, if any, instead of himself/herself and such a proxy/ proxies need not be a member of the Company. Proxies, in order to be effective, must be received in the enclosed Proxy Form by the Company at its Registered Office not less than forty-eight hours before the time fixed for the meeting.
- Members are requested to notify immediately any change in their address to the company.
- Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company during normal business hours (09.00 a.m. to 5.30 p.m.) on all working days between Monday to Saturday (except 2<sup>nd</sup> and 4<sup>th</sup> Saturday of the month) of every week, up to and including the date of the Extra-Ordinary General Meeting of the Company.

**Route Map**



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****ITEM NO 1:**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of the Members. Based on the recommendation by the Board of Directors, the Company is proposing to appoint Ms. Usha A Narayanan as an Independent Director on the Board of the Company.

The appointment of Ms. Usha A Narayanan, shall be effective upon approval by the Members in the Meeting.

In the opinion of the Board, Ms. Usha A Narayanan fulfils the conditions for her appointment as an Independent Director as specified in the Act and RBI Regulations. Ms. Usha A Narayanan is independent of the management and possesses appropriate skills, experience and knowledge.

Copy of draft letter of appointment of Ms. Usha A Narayanan setting out the terms and conditions of appointment is available for inspection by the Members at the Registered office of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice

The Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice approval by the members.

**By Order of the Board**

For **NAVI FINSERV PRIVATE LIMITED** (Formerly Known as Chaitanya Rural Intermediation Services Private Limited)



Dimple J Shah  
Company Secretary  
ACS No: A36349  
eCSIN: EA036349A000113206  
Address: Bindu Amulya Apartment  
Flat No. 408, 4th Floor, Anjananagar,  
Bangalore- 560091



Date: 30.06.2020  
Place: Bangalore

**ATTENDENCE SLIP**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

Regd. Folio. No/DP.Id/ Client id	
Name of shareholder:	
Address of shareholder:	
Proxy Name:	
Address of proxy:	

I/We hereby record my/our presence at the Extra Ordinary General Meeting of the company to be held on **Monday, 6<sup>th</sup> July 2020 AT 10:00 A.M** at Salarpuria Business Center, 4<sup>th</sup> B Cross Road Koramangala 5th Block, Koramangala Industrial Layout, Koramangala, Bengaluru, Karnataka 560095

Please (✓) in the box

1. Member

2. Proxy

Signature of member/Proxy

**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]**

Name of the member :  
Registered address :  
E-mail Id :  
Folio No :  
DP ID :

I, being the member of ..... Equity shares of the above named company, hereby appoint

Name :  
Address :  
E-mail ID :  
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the company to be held on **MONDAY 6<sup>TH</sup> JULY, 2020 AT 10:00 A.M AT THE SALARPURIA BUSINESS CENTER, 4TH B CROSS ROAD KORAMANGALA 5<sup>TH</sup> BLOCK, KORAMANGALA INDUSTRIAL LAYOUT, KORAMANGALA, BENGALURU, KARNATAKA 560095** and at any adjournment thereof in respect of such resolutions as are indicated below:

**Special Business**

Resolution No	Particulars	Favor / against
1	APPOINTMENT OF MS. USHA A NARAYANAN (DIN: 06939539) AS AN INDEPENDENT WOMAN DIRECTOR.	

Signed this ..... day of ..... 2020

Affix Revenue  
Stamp

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of Proxy holder(s)

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.