

NOTICE

NOTICE IS HEREBY GIVEN THAT THE SECOND ANNUAL GENERAL MEETING OF M/S SEEDS FINCAP PRIVATE LIMITED WILL BE HELD ON SATURDAY, THE 19TH DAY OF JUNE, 2021 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED ATF-21, MALKA GANJ, NEW DELHI-110007 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:**Item Number 01: Adoption of final Accounts**

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

To receive consider, adopt the financial statements of the Company for the financial year ended on 31st day of March, 2021, including the audited balance sheet as at 31st March, 2021, the statement of profit and loss account for the year ended on that date and report of Board of Directors ("the Board") and Auditor's thereon.

Item No. 2: Appointment of Statutory Auditor

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

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, consent of shareholders be and is hereby accorded to appoint M/s Thakur Mukund & Associates (FRN: 029266N), Chartered Accountants as the auditors of the Company to hold office for five years from conclusion of 2nd Annual General Meeting till the conclusion of the 7th Annual General Meeting.

RESOLVED FURTHER THAT any of the Director(s) of the company be and is hereby authorized to file necessary Forms with Registrar of companies, NCT of Delhi and Haryana and to do all other acts, things, deeds as may be deemed necessary, expedient, required to make the resolution effective."

SPECIAL BUSINESS:**Item No. 3: Appointment of Mr. Avishek Sarkar as Wholetime Director of the Company.**

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



“RESOLVED THAT pursuant to applicable provisions of Companies Act, 2013 (including corresponding provisions, if any of the Companies Act, 1956) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Consent of the shareholders of the Company be and is hereby accorded for the appointment of Mr. Avishek Sarkar (DIN: 07015080) as Wholetime Director of the Company for a period of 05 years from 24th May, 2021, with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Companies Act, 2013, or any amendments thereto or any re-enactment thereof as may be agreed to between the Board of Directors and Mr. Avishek Sarkar.

Item No. 4: Issuance of shares on preferential basis

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 42, Section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Rules 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (‘Rules’) framed thereunder, as may be amended from time to time, and the Memorandum and Articles of Association of the Company and any rules, regulations/ guidelines, if any, prescribed by any relevant authorities from time to time, to the extent applicable and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such terms, conditions and modifications as may be considered necessary by the Board of Directors (hereinafter referred to as the ‘Board’, the consent of members of the Company be and is hereby accorded for offer, issuance and allotment of 10,010,000 Equity Shares of Rs. 10/- each at par, aggregating to 100,100,000/- (Ten Crores One Lakh Only), in one or more tranche(s), on Preferential Basis, to the following body corporate and individuals:

Sr. No.	Name of Allottee	Number of Shares Offered	Issue Price Per Equity Share (INR)	Total Consideration (INR)
1	Aarushi Gupta	5,100	10	51,000
2	Abhishek Kumar Yadav	10,000	10	100,000
3	Abhishek Sharma	52,000	10	520,000
4	Achala Bukhariya	80,000	10	800,000
5	Aditya Parmar	300,000	10	3,000,000
6	Akhilesh Kumar Tiwari	20,000	10	200,000
8	Ambika Dutt Sharma	50,000	10	500,000
9	Amit Kumar	5,000	10	50,000
10	Amita Faujdar	10,000	10	100,000
11	Anand Kushwaha	30,000	10	300,000

12	Aniket Sharma	70,000	10	700,000
13	Anil Kumar	5,000	10	50,000
14	Ankit Saxena	5,100	10	51,000
15	Anuj Paliwal	20,000	10	200,000
16	Anuj Singh	15,000	10	150,000
17	Arnab Sarkar	250,000	10	2,500,000
18	Arti Negi	30,000	10	300,000
20	Ashutosh Mishra	190,000	10	1,900,000
21	Avishek Sarkar	535,400	10	5,354,000
22	Banti	5,000	10	50,000
24	Concourse Consultancy Services Pvt. Ltd.	3,400,000	10	34,000,000
25	Deepak Gupta	70,000	10	700,000
26	Deepak Katewa	2,500	10	25,000
27	Deepali Krishnatrey	50,000	10	500,000
28	Deepesh Aggarwal	50,000	10	500,000
29	Deshraj Yadav	20,000	10	200,000
30	Dilip	30,000	10	300,000
31	Gulshan Gawri	30,000	10	300,000
32	Hariom Singh	50,000	10	500,000
34	Jaivendraa Negi	20,000	10	200,000
35	Jitender Yadav	220,000	10	2,200,000
36	Kabir Sehgal	100,000	10	1,000,000
37	M Sajeer	20,000	10	200,000
38	Sarvesh Kumar Pandey	29,700	10	297,000
39	Maneesha Gupta	18,000	10	180,000
41	Manisha Ashok Jha	25,000	10	250,000
42	Maxsum Consultants Pvt. Ltd.	250,000	10	2,500,000
43	Meenakshi Mehta	150,000	10	1,500,000
44	Meenakshi Thakur	15,000	10	150,000
45	Meera Bisht	250,000	10	2,500,000
46	Meshpal	5,000	10	50,000
48	Monika	95,000	10	950,000
49	Monika Sharma	200,000	10	2,000,000
51	Parth Kakkar	10,000	10	100,000
52	Parveen Malik	50,000	10	500,000
53	Pooja Devi	15,000	10	150,000
54	Ashish Jalan	50,000	10	500,000
57	Prashant Trikha	100,000	10	1,000,000
58	Praveen Kumar Sharma	70,000	10	700,000
59	Prem Kumar Yadav	50,000	10	500,000
60	Pritesh Kumar	50,000	10	500,000

8

61	Priya Gupta	10,000	10	100,000
62	Rahul Gupta	100,000	10	1,000,000
63	Raj Kumar Anand	30,100	10	301,000
64	Ramrati Devi	50,000	10	500,000
65	Reema Sharma	420,000	10	4,200,000
66	Richa Sharma	60,000	10	600,000
67	Rohit Mishra	5,000	10	50,000
68	Saheb Virmani	50,000	10	500,000
69	Saloni Rawat	5,000	10	50,000
70	Sandhya Sinha	50,000	10	500,000
71	Sankalp Mittal	20,000	10	200,000
72	Santosh Kumar Kumawat	5,000	10	50,000
73	Sapna Gupta	50,000	10	500,000
74	Seema Singh	100,000	10	1,000,000
75	Shailender Singh	50,000	10	500,000
76	Shashi Shekhar	50,000	10	500,000
77	Shokat Ali Khan	50,000	10	500,000
78	Smita Singh	100,000	10	1,000,000
81	Subhash Chandra Acharya	400,000	10	4,000,000
82	Sudhendra Kumar Sharma	90,000	10	900,000
83	Sudhir Mishra	12,100	10	121,000
84	Sumeet Dhall	300,000	10	3,000,000
85	Sunil Singh	50,000	10	500,000
86	Surendra Kumar Sinha	50,000	10	500,000
87	Prabhat kumar	5,000	10	50,000
88	Tour De Force Consultants Pvt. Ltd.	85,000	10	850,000
89	Tour De Force Investment Pvt. Ltd.	75,000	10	750,000
90	Umesh Mongia	210,000	10	2,100,000
91	Vivek Gupta	200,000	10	2,000,000
92	Yashoda Langkam Sarkar	100,000	10	1,000,000
93	Yatin Budhiraja	30,000	10	300,000
94	Yogesh Kumar	15,000	10	150,000
Total		10,010,000	10	100,100,000

RESOLVED FURTHER THAT the draft letter of offer along with the valuation certificate as placed before the board be and is hereby approved.

RESOLVED FURTHER THAT any of the Director(s) of the Company be and is hereby authorized to sign/execute and send the offer letter to the proposed allottees and to do such other act, things or deeds as may be deemed necessary to make the resolution effective."

B

Item No. 5: Appointment of Mr. Subhash Chandra Acharya as Managing Director of the Company.

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

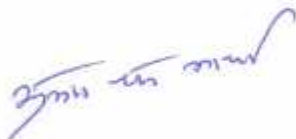
"RESOLVED THAT pursuant to applicable provisions of Companies Act, 2013 (including corresponding provisions, if any of the Companies Act, 1956) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Consent of the shareholders of the Company be and is hereby accorded for the appointment of Mr. Subhash Chandra Acharya (DIN: 08612145) as Managing Director of the Company for a period of 05 years from 24thMay, 2021, on the remuneration and on such terms and conditions as set out below with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Companies Act, 2013, or any amendments thereto or any re-enactment thereof as may be agreed to between the Board of Directors and Mr. Subhash Chandra Acharya.

REMUNERATION OF MR. SUBHASH CHANDRA ACHARYA, MANAGING DIRECTOR OF THE COMPANY:

Salary Headings	Per Month	Per Annum
Basic	1,50,000	1,800,000
HRA	60,000	7,20,000
Other Allowances	1,67,000	20,04,000
Other Reimbursements	30,000	3,60,000
Total Gross Salary	4,07,000	48,84,000
Employee's PF Contribution	18,000	2,16,000
Total CTC	4,25,000	51,00,000

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to do all such acts, deeds and things as may be required to give effect to the above said resolution and also authorized to sign all such forms, papers and deeds as may be required for the purpose of applying and obtaining approval from any competent authority."

For SEEDS FINCAP PRIVATE LIMITED



Subhash Chandra Acharya
Director
(DIN: 08612145)

Date: 24-05-2021
Place: New Delhi

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxy form duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting.
3. Members are requested to notify the company their change of address, if any, to Registered Office of the Company.
4. All correspondence relating to shares may be addressed to the Registered Office of the company.
5. Explanatory Statement as per the provisions of Companies Act, 2013 is annexed with the notice.



The following statement sets out the material facts concerning the special business to be transacted at the Annual General Meeting

Item 3:

The board of directors are optimistic towards the better management and effective diversification of powers and responsibilities in the company, thus it is proposed to appoint Mr. Avishek Sarkar as Wholetime Director of the company.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the proposed resolution except Mr. Avishek Sarkar.

Your Directors recommend passing of this resolution by way of a Ordinary resolution.

Item 4:

The board of directors are optimistic towards the growth of the company and the management is looking forward to attract some equity investment to finance growth and working capital requirements of the Company.

The Board of Directors in their meeting held on 24th May, 2021 had approved the offer and issuance of 10,010,000 Equity Shares of INR 10/- each at par per Share, in one or more tranche(s) on Preferential Basis as mentioned hereunder:

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the proposed resolution except to their participation in the round of investment as disclosed in the explanatory statement.

Your Directors recommend passing of this resolution by way of a Special resolution.

Disclosure of information pursuant to Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014

Information as required under Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 (the "Rules") is as follows:

1. Objects of the issue

The Subscription Amount shall be utilized by the Company to expand the Business and fund its operations.

2. Total number of shares to be issued

10,010,000 Equity Shares of INR 10/- each at par per Share

3. **Proposed price at which the allotment of shares is proposed.**

Rs.10/- per Equity Share

4. **Basis on which the price has been arrived at along with the report of the registered valuer.**

The shares are being issued at face value.

5. **Relevant date with reference to which the price has been arrived at.**

The Equity Shares were proposed to be issued on face value.

6. **The class or classes of persons to whom the allotment is proposed to be made.**

Body Corporate and Individual

7. **The intention of promoters, directors or key managerial personnel to subscribe to the offer.**

Mr. Subhash Chandra Acharya and Ms. Monika Acharya, promoter and director of the company along Mr. Avishek Sarkar, directors of the company are proposed to invest into this investment round.

Sr. No.	Name	Designation	Number of Shares	Amount
1.	Mr. Subhash Chandra Acharya	Director	4,00,000	40,00,000
2.	Ms. Monika Acharya	Director	95,000	9,50,000
3.	Mr. Avishek Sarkar	Director	5,35,400	53,54,000

8. **The proposed time within which the allotment shall be completed.**

Not later than 60 days

9. **The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them.**

Sr. No.	Name of Allottee	Number of Shares Offered	Issue Price Per Equity Share (INR)	Total Consideration (INR)	Percent Holding
1	Aarushi Gupta	5,100	10	51,000	0.04

2	Abhishek Kumar Yadav	10,000	10	100,000	0.08
3	Abhishek Sharma	52,000	10	520,000	0.42
4	Achala Bukhariya	80,000	10	800,000	0.64
5	Aditya Parmar	300,000	10	3,000,000	2.40
6	Akhilesh Kumar Tiwari	20,000	10	200,000	0.16
7	Ambika Dutt Sharma	50,000	10	500,000	0.40
8	Amit Kumar	5,000	10	50,000	0.04
9	Amita Faujdar	10,000	10	100,000	0.08
10	Anand Kushwaha	30,000	10	300,000	0.24
11	Aniket Sharma	70,000	10	700,000	0.56
12	Anil Kumar	5,000	10	50,000	0.04
13	Ankit Saxena	5,100	10	51,000	0.04
14	Anuj Paliwal	20,000	10	200,000	0.16
15	Anuj Singh	15,000	10	150,000	0.12
16	Arnab Sarkar	250,000	10	2,500,000	2.00
17	Arti Negi	30,000	10	300,000	0.24
18	Ashutosh Mishra	190,000	10	1,900,000	1.52
19	Avishek Sarkar	735,400	10	7,354,000	5.88
20	Banti	5,000	10	50,000	0.04
21	Concourse Consultancy Services Pvt. Ltd.	3,400,000	10	34,000,000	27.17
22	Deepak Gupta	70,000	10	700,000	0.56
23	Deepak Katewa	2,500	10	25,000	0.02
24	Deepali Krishnatrey	50,000	10	500,000	0.40
25	Deepesh Aggarwal	50,000	10	500,000	0.40
26	Deshraj Yadav	20,000	10	200,000	0.16
27	Dilip	30,000	10	300,000	0.24
28	Gulshan Gawri	30,000	10	300,000	0.24
29	Harion Singh	50,000	10	500,000	0.40
30	Jaivendraa Negi	20,000	10	200,000	0.16
31	Jitender Yadav	220,000	10	2,200,000	1.76
32	Kabir Sehgal	100,000	10	1,000,000	0.80
33	M Sajeer	20,000	10	200,000	0.16
34	Sarvesh Kumar Pandey	29,700	10	297,000	0.24
35	Maneesha Gupta	18,000	10	180,000	0.14
36	Manisha Ashok Jha	25,000	10	250,000	0.20
37	Maxsum Consultants Pvt. Ltd.	250,000	10	2,500,000	2.00
38	Meenakshi Mehta	150,000	10	1,500,000	1.20
39	Meenakshi Thakur	15,000	10	150,000	0.12
40	Meera Bisht	250,000	10	2,500,000	2.00
41	Meshpal	5,000	10	50,000	0.04
42	Monika	100,000	10	1,000,000	0.80
43	Monika Sharma	200,000	10	2,000,000	1.60
44	Parth Kakkar	10,000	10	100,000	0.08
45	Parveen Malik	50,000	10	500,000	0.40
46	Pooja Devi	15,000	10	150,000	0.12

47	Ashish Jalan	50,000	10	500,000	0.40
48	Prashant Trikha	100,000	10	1,000,000	0.80
49	Praveen Kumar Sharma	70,000	10	700,000	0.56
50	Prem Kumar Yadav	50,000	10	500,000	0.40
51	Pritesh Kumar	50,000	10	500,000	0.40
52	Priya Gupta	10,000	10	100,000	0.08
53	Rahul Gupta	100,000	10	1,000,000	0.80
54	Raj Kumar Anand	30,100	10	301,000	0.24
55	Ramrati Devi	50,000	10	500,000	0.40
56	Reema Sharma	420,000	10	4,200,000	3.36
57	Richa Sharma	150,000	10	1,500,000	1.20
58	Rohit Mishra	5,000	10	50,000	0.04
59	Saheb Virmani	50,000	10	500,000	0.40
60	Saloni Rawat	5,000	10	50,000	0.04
61	Sandhya Sinha	50,000	10	500,000	0.40
62	Sankalp Mittal	20,000	10	200,000	0.16
63	Santosh Kumar Kumawat	5,000	10	50,000	0.04
64	Sapna Gupta	50,000	10	500,000	0.40
65	Seema Singh	100,000	10	1,000,000	0.80
66	Shatlender Singh	50,000	10	500,000	0.40
67	Shashi Shekhar	50,000	10	500,000	0.40
68	Shokat Ali Khan	50,000	10	500,000	0.40
69	Smita Singh	100,000	10	1,000,000	0.80
70	Subhash Chandra Acharya	1,400,000	10	14,000,000	11.19
71	Sudhindra Kumar Sharma	200,000	10	2,000,000	1.60
72	Sudhir Mishra	12,100	10	121,000	0.10
73	Sumeet Dhall	300,000	10	3,000,000	2.40
74	Sunil Singh	50,000	10	500,000	0.40
75	Surendra Kumar Sinha	50,000	10	500,000	0.40
76	Prabhat kumar	5,000	10	50,000	0.04
77	Tour De Force Consultants Pvt. Ltd.	85,000	10	850,000	0.68
78	Tour De Force Investment Pvt. Ltd.	75,000	10	750,000	0.60
79	Umesh Mongia	210,000	10	2,100,000	1.68
80	Vivek Gupta	200,000	10	2,000,000	1.60
81	Yashoda Langkam Sarkar	100,000	10	1,000,000	0.80
82	Yatin Budhiraja	30,000	10	300,000	0.24
83	Yogesh Kumar	15,000	10	150,000	0.12
Total		12,515,000	10	125,150,000	100.00

10. The change in control, if any, in the company that would occur consequent to the preferential offer

There may, change in Shareholding Pattern due to Current Round of Investment.

11. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.

Name of Allottee	Equity Shares	Preference Shares	Face Value (INR)	Premium (INR)
Mr. Avishek Sarkar	NIL	30,000	100	NIL

12. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.

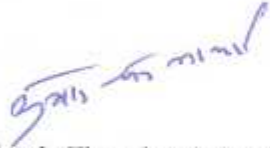
Not Applicable

13. The pre issue and post issue shareholding pattern of the company in the following format

S. No.	Category	Pre Issue		Post Issue	
		No. of Shares held	% of Share Holding	No. of Shares held	% of Share Holding
A	Promoters' holding:				
1.	Indian:	-	-	-	-
	Individual	12,05,000	48.10	22,35,400	17.87
	Bodies Corporate	-	-	-	-
	Sub Total	12,05,000	48.10	22,35,400	17.87
2.	Foreign Promoters	-	-	-	-
	Sub Total (A)	-	-	-	-
B	Non- Promoter holding:				
1.	Institutional Investors	-	-	-	-
2.	Non Institution:				
	Private Corporate Bodies	-	-	38,10,000	30.44
	Directors and Relatives	-	-	-	-
	Indian Public	-	-	-	-
	Others (including NRIs)	13,00,000	51.90	64,69,600	51.69
	Sub Total (B)	13,00,000	51.90	10,279,600	82.13

Board recommends to pass the resolution as Ordinary Resolution.

For SEEDS FINCAP PRIVATE LIMITED



Subhash Chandra Acharya
Director
DIN: 08612145

Place: Delhi
Dated: 25-05-2021

Route Map:



[Handwritten signature]

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 company	SEEDS FINCAP PRIVATE LIMITED
Registered Office	F-21 Malka Ganj, New Delhi- 110007

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No / Client ID	
DP ID	

I/We, being the member(s) of _____ shares of the above-named company. Hereby appoint

Name:	
Address:	
E-mail Id:	
Signature, or failing him	

Name:	
Address:	
E-mail Id:	
Signature, or failing him	
Name:	
Address:	
E-mail Id:	
Signature, or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Saturday, the 19th Day of June, 2021 at F-21 Malka Ganj, New Delhi- 110007 and at any adjournment thereof in respect of such resolutions as are indicated below:

- Resolution No.
1. _____
 2. _____
 3. _____
 4. _____

Affix Revenue Stamps

Signed this _____, 2021
Signature of Shareholder

ATTENDANCE SLIP

SEEDS FINCAP PRIVATE LIMITED

Registered Office: F-21 Malka Ganj, New Delhi- 110007

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF MEETING.

(Name in Block Letters)..... Folio No

No. of Shares held

I hereby record that my presence at the Annual General Meeting of the company, to be held on Saturday, the 19th Day of June, 2021 at F-21 Malka Ganj, New Delhi- 110007.

Signature of the Shareholders or Proxy