

NOTICE OF SECOND ANNUAL GENERAL MEETING

Notice is hereby given that the Second Annual General Meeting (AGM) of the members of BDO Edge India Private Limited (formerly known as BDO GDC India Private Limited and BDO Global Delivery Centre Private Limited) ("the Company") will be held through Video Conferencing / other Audio-Visual Means on Friday, 30th day of August, 2024 at 05:30 P.M. The Venue of this AGM shall be deemed to be the Registered Office of the Company situated at the Ruby, Level-9, North-West Wing, Senapati Bapat Marg, Dadar West Mumbai - 400 028, Maharashtra, India to transact the following businesses:

I ORDINARY BUSINESSES:

1. **TO RECEIVE, CONSIDER AND ADOPT THE BALANCE SHEET AS AT 31ST MARCH 2024 AND THE STATEMENT OF PROFIT AND LOSS OF THE COMPANY FOR THE YEAR ENDED AS ON THAT DATE ALONG WITH THE REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON.**

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

"RESOLVED THAT the Balance Sheet for the year ended 31st March 2024 and the Statement of Profit and Loss of the Company for the year ended as on that date including all the Annexures thereto along with the Reports of the Directors' and Auditors' thereon, as circulated to the Members and now laid before the meeting, be and are hereby approved and adopted.

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to issue a copy of this resolution as Certified True Copy to the relevant authorities."

2. **TO APPROVE RE-APPOINTMENT M/S. N.A. SHAH ASSOCIATES LLP, CHARTERED ACCOUNTANTS, MUMBAI (FIRM REGISTRATION NO: 116560W/W100419) AS STATUTORY AUDITORS OF THE COMPANY FOR THE PERIOD OF 5 (FIVE) YEAR AND FIX THEIR REMUNERATION:**

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

"RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. N.A. Shah Associates LLP, Chartered Accountants, Mumbai (Firm Registration No: 116560W/W100419) be and is hereby reappointed as the Statutory Auditors of the Company and to hold the office, for a term of five years, from the conclusion of this Annual General Meeting till the conclusion of Seventh Annual General Meeting of the Company to be held in the financial year 2024-2029, to adopt financial statements for Financial Year ending 31st March 2029, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to file necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."



For BDO EDGE INDIA PRIVATE LIMITED (FORMERLY KNOWN AS BDO GDC INDIA PRIVATE LIMITED AND BDO GLOBAL DELIVERY CENTRE PRIVATE LIMITED)
BY ORDER OF THE BOARD





NAME: MILIND KOTHARI
DESIGNATION: DIRECTOR
DIN: 01918393

ADDRESS: JUPITER CO-OP HSG SOCIETY 8TH FLOOR, FLAT NO. 82, OFF ALTAMOUNT ROAD, NEAR SOUTH AFRICAN EMBASSY, CUMBALLA HILL, MUMBAI - 400 026.

PLACE: MUMBAI

DATE: 29 JULY 2024

NOTES:

The shareholders are requested to note that:

1. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 17/2020 dated 13th April, 2020, read with General Circular No. 20/2020 dated 5th May, 2020, Circular No. 19/2021 dated 8th December, 2021, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated 8th December, 2021, and General Circular No. 21/2021 dated 14th December, 2021 has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till 31st December, 2022. In the recent General Circular No 09/2023 dated 25th September 2023 read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 03/2022 dated 5th May 2022 and General Circular No 11/2022 dated 28th December 2022, MCA has extended Time period for holding of AGM or passing of Ordinary/ Special Resolution through Video Conferencing till 30th September 2024. Accordingly, the AGM is being conducted in compliance with the above-mentioned circulars.
1. A link to the AGM shall be separately circulated to the members. The Company is pleased to inform that the AGM of the Company will be held through the two-way Video Conferencing facility.
2. The facility of joining the meeting shall be opened 15 minutes prior to the scheduled time of the meeting and shall be kept open through 15 minutes past the schedule time of the meeting.
3. In terms of the aforesaid circular, the Company has designated BDOEDGEgovernance@bdo.in to be an official email id where members can convey their votes if the voting on the agendas will be conducted by poll method.
4. If members have any difficulty to join the meeting or face any difficulty in terms of audio / video aspect before or during the meeting or need assistance with using of the Video Conferencing technology, they can contact Mr. Milind Kothari on +91 9820031572.
5. Corporate Members intending to send their authorised representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a Certified Copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the Meeting.



6. The proceedings of the meeting shall be recorded and shall be kept in the safe custody of the Company. Such recording shall be made available at the request of the members.
7. Inspection of all the relevant documents (including Statutory Registers) shall remain available on all working days except Saturdays, Sundays and holidays in between 11.00 am to 1.00 pm India Standard Time.
8. All the other relevant documents in relation to the items of the Agenda are made available for inspection on demand made by members via screen shared through Video Conferencing.
9. As per the aforesaid circulars, provisions of appointment of proxy by the member(s) of the Company are not applicable to AGM convened through Video Conferencing. Accordingly, members cannot appoint a proxy and have to attend the meeting through Video Conferencing.
10. Since this AGM is being held through Video Conferencing pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the Attendance Slip is not annexed hereto.
11. Since the AGM will be held through Video Conferencing, the route map of the venue of the meeting is not annexed hereto.
12. In compliance with the aforesaid MCA Circulars, the link of the AGM Meeting, Notice of the Second AGM along with the other Annexure(s) for the meeting is being sent only through electronic mode to the e-mail addresses of the members, registered with the Company.
13. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company in respect of shares held in physical form.
14. The members who have not yet registered their e-mail ids with the Company may contact Mr. Milind Subhash Kothari, email ID: milindkothari@bdo.in or on his Mobile no.+91 9820031572 for registering their e-mail ids on or before August 30, 2024.
15. During the meeting, the voting will be conducted by a show of hands unless a poll in accordance with section 109 of the Companies Act, 2013 is demanded by any member.
16. The members are requested to enable their camera and microphone only when speaking.

For BDO EDGE INDIA PRIVATE LIMITED (FORMERLY KNOWN AS BDO GDC INDIA PRIVATE LIMITED AND BDO GLOBAL DELIVERY CENTRE PRIVATE LIMITED)

Milind Subhash Kothari
x _____



**NAME: MILIND SUBHASH KOTHARI
DESIGNATION: DIRECTOR
DIN.: 01918393**

**ADDRESS: JUPITER CO-OP HSG SOCIETY 8TH FLOOR, FLAT NO. 82,
OFF ALTAMOUNT ROAD, NEAR SOUTH AFRICAN EMBASSY,
CUMBALLA HILL, MUMBAI - 400 026, MAHARASHTRA, INDIA.**

**PLACE: MUMBAI
DATE: 29 JULY 2024**