



SYNERGISTIC FINANCIAL NETWORKS PRIVATE LIMITED

A Wing 801/802/803 Sagar Tech Plaza, Andheri Kurla Road, Sakinaka Junction, Andheri East, Mumbai - 400072
CIN: U67190MH2008PTC180007 Phone: 022-62288817 E-mail: accounts@mosambee.in

NOTICE

NOTICE is hereby given that the 15th Annual General Meeting (“AGM”) of the members of Synergistic Financial Networks Private Limited (the “COMPANY”) is scheduled to be held on Friday, September 29, 2023 at 2.00 P.M at the registered office of the Company 801/802/803, Wing A, 8th floor, Sagartech Plaza Andheri Kurla Road, Sakinaka Mumbai - 400072, to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS:

To consider and adopt Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Directors and Auditors thereon.

SPECIAL BUSINESS:

APPROVAL FOR ALTERATION IN THE ARTICLES OF ASSOCIATION OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 (including any re-enactment(s) and modification(s) made there under, if any, for the time being in force) and the Rules framed thereunder read with Memorandum of Association of the Company, the consent of the Members of the Company be and is hereby accorded to alter the Articles of Association of the Company in the manner set out herein below:

a) The existing definitions in Clause no. 3 will be replaced with the following definitions

“Options Agreement” means the Options Agreement executed on 5th April, 2022 between the Company, the Founders and PL India as amended pursuant to the amendment to the Options Agreement dated 24th March, 2023 and, further amended from time to time.

“Option Shares” means 368,839 equity shares of the Company held by the Founders and representing 18.94% of the share capital of the Company.

“PL India” means Pine Labs Private Limited, a company incorporated under the laws of India bearing CIN U67100HR1998PTC113312.



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b) Clause no. 59 will be replaced with the following clause:

At least 7 (seven) days prior written notice of every general meeting of Shareholders shall be given to all Shareholders whose names appear on the Register of Members of the Company. A meeting of the Shareholders may be called by giving shorter notice with the written consent of Shareholders as provided by the Act, including PL Singapore.

c) Clause no. 60 will be replaced with the following clause:

The notice to Shareholders shall specify the place, date and time of the meeting. Every notice convening a meeting of the Shareholders shall set forth in full and sufficient detail the business to be transacted thereat, and no business shall be transacted at such meeting unless the same has been stated in the notice convening the meeting. The provisions of Section 102 of the Act shall not apply to the Company.

d) Clause no. 61 will be replaced with the following clause:

At least 2 (two) Shareholders present in person shall be necessary to form a quorum for a valid general meeting.

If a quorum is not present within 30 minutes of the scheduled time for any Shareholders meeting or ceases to exist at any time during the meeting, then the meeting shall be adjourned, to the same day, place and time in the next succeeding week (it being understood that the agenda for such adjourned meeting shall remain unchanged and the quorum for such adjourned meeting shall be the Shareholders present thereat, not being less than two).

In case of a change of day, time or place of meeting in case the Board of Directors determines that the adjourned meeting be held on a date, time and place other than the same day in the next week at the same time and place on or at which the original meeting was held, the company shall give notice to the members of the adjourned meeting individually.

It is clarified that if the adjourned meeting is held on the same day in the next week at the same time and place to transact the same business as was supposed to be transacted at the original meeting, then no notice of adjourned meeting is required to be given.

RESOLVED FURTHER THAT any change in numbering of the Clauses of the Articles of Association of the Company consequent to the above-mentioned alteration in the Articles of Association be and is hereby noted and taken on record.





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RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to sign and file necessary e-form(s) and documents with the jurisdictional Registrar of Companies and other statutory authorities and to do all acts, matters, deeds and things and to execute all documents and to take all steps and give such directions, as may be necessary, required, expedient or desirable in connection with or incidental for giving effect to the above resolutions, and to comply with all other requirements in this regard.

RESOLVED FURTHER THAT a copy of this resolution certified to be true and signed by any Director of the Company be furnished to all concerned to give effect to the resolution.”

<p>Place: Mumbai Date: 11.09.2023</p>	<p style="text-align: right;">By Order of the Board For Synergistic Financial Networks Private Limited</p> <div style="text-align: center;"></div> <p style="text-align: right;">Sameer Chugh Director DIN: 09566330</p>
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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.
2. Explanatory statement as required under section 102 of the companies act, 2013 is annexed hereto.
3. Corporate Members intending to send their authorized representatives are requested to send a duly certified Authorization Letter/ Board Resolution/ relevant documents authorizing the representatives to attend and vote at the Annual General Meeting.
4. Members/Proxies attending the meeting are requested to send the Attendance Slip (duly completed) before the Meeting.



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5. The Statutory Registers required to be kept open for inspection at the AGM of the Company under the Act read with Rules made thereunder, will be available for online inspection during the AGM by any person having the right to attend the AGM.



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EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM No: 2 APPROVAL FOR ALTERATION IN THE ARTICLES OF ASSOCIATION OF THE COMPANY:

The Members are hereby informed that in order to ensure smooth functioning of the operations of the Company, it is proposed to amend certain clauses in its Articles of Association.

The Board of Directors of the Company propose the following alterations in the Articles of Association of the Company:

a) The existing definitions in Clause no. 3 will be replaced with the following definitions:

“Options Agreement” means the Options Agreement executed on 5th April, 2022 between the Company, the Founders and PL India as amended pursuant to the amendment to the Options Agreement dated 24th March, 2023 and, further amended from time to time.

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It is clarified that if the adjourned meeting is held on the same day in the next week at the same time and place to transact the same business as was supposed to be transacted at the original meeting, then no notice of adjourned meeting is required to be given.

The proposed alteration in the Articles of Association of the Company requires the approval of members in the General Meeting.

The Board recommends the passing of the resolution at item no. 02 as a **Special Resolution**. The members are requested to consider and approve the proposed resolution.

None of the Directors, Key Managerial Personnel and/ or their relatives are concerned or interested in this resolution.

A copy of the proposed set of new Articles of Association of the Company will be available for inspection at the registered office of the Company.



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Place: Mumbai
Date: 11.09.2023

By Order of the Board
For Synergistic Financial Networks Private Limited



Sameer Chugh
Director
DIN: 09566330



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FORM 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]**

Synergistic Financial Networks Private Limited

CIN: U67190MH2008PTC180007

Registered Office: 801/802/803, Wing A, 8th floor, Sagartech Plaza Andheri Kurla Road, Sakinaka
Mumbai - 400072

Name of the member (s): _____

Registered address: _____

E-mail Id: _____

Folio No/ Client Id: _____

DP ID: _____

I/We, being the member (s) of shares of the above-named company,
hereby appoint:

1. Name:.....

Address.....

Email Id.....Signature.....

Or failing him

2. Name:.....

Address.....

Email Id.....Signature.....

Or failing him



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3. Name:.....

Address.....

Email Id.....Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Annual General Meeting of the company, to be held on Friday, September 29, 2023 at 2.00 P.M at 801/802/803, Wing A, 8th floor, Sagartech Plaza Andheri Kurla Road, Sakinaka Mumbai - 400072 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of Financial Statements.

Special Business:

2. Approval for alteration of the Articles of Association (AOA) of the Company

Signed this..... Day of..... 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp



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Mumbai - 400072

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID	
Name and address of the Shareholder	

1. I hereby record my presence at the 15th General Meeting of the Company to be held on Friday, September 29, 2023 at 2.00 P.M at 801/802/803, Wing A, 8th floor, Sagartech Plaza Andheri Kurla Road, Sakinaka Mumbai - 400072.
2. Signature of the Shareholder / Proxy Present
3. Shareholder / Proxy Holder wishing to attend the meeting must bring the duly signed Attendance Slip to the meeting.
4. Shareholder/Proxy Holder attending the meeting is requested to bring his / her copy of the Annual Report.
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Note: Please complete the attendance slip and hand over at the entrance of the meeting hall



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Route Map for the Annual General Meeting Venue

