

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that the 01/2022-23 Extra-ordinary General Meeting of the Members of Green Portfolio Private Limited (the "Company") will be held at a shorter notice on Thursday, June 30, 2022, at 11:00 a.m. at the Registered office of the Company situated at 7/7, Ground Floor, Ansari Road, Daryaganj, New Delhi-110002 to consider and transact the following business:

**SPECIAL BUSINESS:**

**ITEM NO.01**

**PROPOSED APPOINTMENT OF M/S. LODHA & CO. AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CAUSED DUE TO RESIGNATION OF M/S. PINTU & ASSOCIATES**

**"RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (The Rules), including any statutory modification(s) thereof for the time being in force and pursuant to recommendation made by the Board of Directors at its meeting held on Tuesday, June 28, 2022, M/s. Lodha & Co., Chartered Accountants, (Firm Registration No. 301051E) be and is hereby appointed as statutory auditor of the company for the financial year FY 2021-22, to fill casual vacancy caused by resignation of M/s. Pintu & Associates, Chartered Accountants. (FRN: 029088N).

**RESOLVED FURTHER THAT** M/s. Lodha & Co., Chartered Accountants, (Firm Registration No. 301051E, be and is hereby appointed as statutory auditor of the company for the financial year 2021-22, from the conclusion of this Extraordinary General Meeting till the next Annual General Meeting of the company and that the firm shall be eligible for re-appointment in the next Annual General Meeting of the company to be held in the year 2022, and that they shall conduct the statutory audit for the period ended 31st March, 2022, on such remuneration as may be fixed by the Board of Directors in consultation with them."

**By Order of the Board of Directors  
For Green Portfolio Private Limited**



**Vaibhav Umesh Ravat  
Company Secretary**

**Date: June 29, 2022**

## NOTES:

1. A statement setting out material facts pursuant to section 102 of the Companies Act, 2013 (the Act) with respect to the items covered under special business of the notice is annexed hereto.
2. In terms of section 105 of the Companies Act, 2013, a member of a Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint another person as a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Consent to hold the EGM on shorter notice is attached herewith. Members are requested to share copy of signed consent before the meeting time.
5. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips to the Meeting.
6. The instrument appointing the proxy, in order to be effective, must be deposited at the Corporate office of the Company, duly completed, and signed, not less than 48 HOURS before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. A person can act as proxy on behalf of shareholders not exceeding fifty (50) and/or holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a shareholder holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
7. All relevant documents referred in this Notice and the Explanatory Statement shall be open for inspection by the Members at the Corporate office of the Company during the business hours on all working days up to the date of EGM.
8. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the EGM is enclosed.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following sets out all material facts relating to items under Special Business mentioned in the accompanying Notice for convening the Extra-Ordinary General Meeting of the Company:

**ITEM NO. 1**

The Members are requested to note that, M/s. Pintu & Associates resigned from the office of statutory auditors of the company vide their resignation letter dated June 25, 2022, and therefore the board on their meeting held on June 28, 2022, appointed M/s. Lodha & Co. To fill in the casual vacancy caused due to the resignation of M/s. Pintu & Associates.

M/s. Lodha & Co. will hold the office of Statutory Auditors till the conclusion of ensuing Annual General Meeting of the Company.

Pursuant to section 139(8) read with adequate rules of the Companies (Audit and Auditors) Rules, 2014 any appointment of Statutory Auditor to fill in the casual vacancy caused in the office of Statutory Auditors of the Company requires approval of the members of the Company by way of Ordinary Resolution.

Accordingly, the Board recommends the proposed resolution set out at Item No. 1 for the approval of members by way of Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice except to the extent of their directorship.

**By Order of the Board of Directors  
For Green Portfolio Private Limited**



**Vaibhav Umesh Ravat  
Company Secretary**

**Date: June 29, 2022**