

NOTICE OF ANNUAL GENERAL MEETING

To,
The Members
The Board of Directors
The Auditors

NOTICE is hereby given that the 10th Annual General Meeting of Waterfield Advisors Private Limited will be held on Monday, July 26, 2021 at 11.00 a.m. at the registered office of the Company situated at 142, 14th Floor, Maker Chamber VI, 220 Jammalal Bajaj Marg, Nariman Point, Mumbai 400021 to transact the following business:

ORDINARY BUSINESS:

Item No. 1:

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.

a. To approve the Standalone financial statements for the year ended March 31, 2021.

“**RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and rules made thereunder, audited Standalone Balance Sheet as at March 31, 2021 and the Standalone Profit and Loss Account of the Company for the financial year ended March 31, 2021 together with Schedules and Notes attached thereto and Standalone Cash Flow Statement for the financial year ended March 31, 2021, along with the Director’s Report and Auditor’s report received from M/s ZADN & Associates (ICAI Firm Registration No. 112306W) for the financial year ended on March 31, 2021 thereon, be and are hereby approved and adopted.

RESOLVED FURTHER THAT any of the director of the Company be and is hereby authorized to sign and submit requisite e-forms along with Annual Report and Annual Return as may be required to be filed with the Registrar of Companies, Mumbai, Maharashtra.

RESOLVED FURTHER THAT any of the directors of the Company, i.e. Ms. Soumya Rajan (Managing Director & CEO), Mr. Sanjay Teli, Mr. Amit Patni, Mr. Subramaniam Ramachandran Iyer, Mr. Arihant Patni or Mr. Kartik Kini, Authorised signatory of the Company be and are hereby jointly or severally authorised to issue certified true copy of the resolution as may be required from time to time.”

b. To approve the Consolidated financial statements for the year ended March 31, 2021.

“**RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and rules made thereunder, audited Consolidated Balance Sheet as at March 31, 2021 and the Consolidated Profit and Loss Account of the Company for the financial year ended March 31, 2021 together with Schedules and Notes attached thereto and Consolidated Cash Flow Statement for the financial year ended March 31, 2021, along with the Director’s Report and Auditor’s report received from M/s ZADN & Associates (ICAI Firm Registration No. 112306W) for the financial year ended on March 31, 2021 thereon, be and are hereby approved and adopted.

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RESOLVED FURTHER THAT any of the director of the Company be and is hereby authorized to sign and submit requisite e-forms along with Annual Report and Annual Return as may be required to be filed with the Registrar of Companies, Mumbai, Maharashtra.

RESOLVED FURTHER THAT any of the directors of the Company, i.e. Ms. Soumya Rajan (Managing Director & CEO), Mr. Sanjay Teli, Mr. Amit Patni, Mr. Subramaniam Ramachandran Iyer, Mr. Arihant Patni or Mr. Kartik Kini, Authorised signatory of the Company be and are hereby jointly or severally authorised to issue certified true copy of the resolution as may be required from time to time.”

Item No. 2:

To ratify appointment of M/s ZADN & Associates (ICAI Firm Registration No. 112306W) Chartered Accountants, as the Statutory Auditors of the Company

“**RESOLVED THAT** pursuant to the provisions of Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time in force and the rules framed thereunder (including any statutory modifications, amendments or re-enactments thereof) consent of the Members of the Company be and is hereby accorded to ratify the appointment of M/s ZADN & Associates (ICAI Firm Registration No. 112306W) as the Statutory Auditors of the Company for the financial year 2021-2022.

RESOLVED FURTHER THAT any of the directors of the Company be and are hereby authorised to file necessary e-Forms and all other necessary information with registrar of Companies, Maharashtra, Mumbai, file other necessary documents with various other regulatory authorities, as may be required, issue certified true copies and to do all acts, deeds and things as may be required to give effect to the above resolution.”

For and on behalf of Board of Directors,
Waterfield Advisors Private Limited

Ms. Soumya Rajan
Managing Director & CEO
DIN: 03579199

Add: Hill Park Building 2, Flat-22, 3rd Floor, Dr AG Bell Road, Malabar Hill Mumbai - 400006

Date: June 17, 2021

Place: Mumbai



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Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE THERE AT INSTEAD OF HIMSELF /HERSELF AND THE PROXY NEED NOT BE A MEMBER. PROXY FORM IS ANNEXED TO THE NOTICE.

The instrument appointing the Proxy, to be effective, should be deposited at the Registered Office of the Company, duly completed, signed and stamped not less than 48 hours before the commencement of the Meeting. Proxy/Proxies so appointed shall not have the right to speak at the meeting and shall not be entitled to vote except poll.

A person can act as proxy on behalf of Member(s) not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder.

2. 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 / power of attorney authorizing their representative to attend and vote on their behalf at the meeting.
3. Members/ proxies should bring duly attendance slip sent herewith to attend the meeting.
4. Route map giving directions to the venue of the meeting is annexed to the Notice.



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ATTENDANCE SLIP

10TH ANNUAL GENERAL MEETING

DPID	Client ID	Folio No.	No. of Shares
NA			

Name: _____

Address: _____

Name of Proxy: _____ (To be filled in, if the Proxy attends instead of the member)

I hereby record my presence at the **ANNUAL GENERAL MEETING** of the Company on Monday, July 26, 2021 at 11.00 a.m. at 142, 14th Floor, Maker Chamber VI, 220 Jammalal Bajaj Marg, Nariman Point, Mumbai 400021.

Signed this _____ day of _____ 2021

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(Member's/ Proxy's Name (In Block Letters))

(Members/Proxy's Signature)

NOTE:

1. Only Members / Proxy holder can attend the Meeting
2. Member / Proxy holder wishing to attend the meeting must bring the Attendance Slip duly signed to the meeting and hand it over at the entrance.



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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 Company : **Waterfield Advisors Private Limited**

CIN : U74120MH2011PTC220601

Registered Office : 142, 14th Floor, Maker Chamber VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021

Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No.	
DP ID:	

I/We, _____ being the member(s) of _____ shares of the abovenamed Company, hereby appoint:

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him;

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him

3. 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 Annual General Meeting of the Company, to be held on Monday, July 26, 2021 at 11.00 a.m. at 142, 14th Floor, Maker Chamber VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution No.	Particulars	For	Against
ORDINARY BUSINESS			
1.	To consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.		
2.	To ratify the appointment M/s ZADN & Associates (ICAI Firm Registration No. 112306W) Chartered Accountants, as the Statutory Auditors of the Company.		

Signed this day of 2021.

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Signature of shareholder

Affix a Re. 1/- Revenue Stamp

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Signature of 1st proxy holder Signature of 2nd proxy holder Signature of 3rd proxy holder

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.



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ROUTE MAP

