



SAI SERVICE PRIVATE LIMITED

CIN: U60210PN1985PTC037099

Regd. Off: Mumbai Pune Road, Phugewadi, Pune-411012; **Tele No. :** 020-46404498; **Fax No. :** 020-46404421

Website: www.saiservice.com **Email Address:** sai@saiservice.com

NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting of the Members of Sai Service Private Limited will be held on **Saturday, February 27, 2021, at 11.00 a.m.**, at the registered office of the Company at Mumbai-Pune Road, Phugewadi, Pune – 411012, through Video Conferencing (VC) and Other Audio Visual Means (OAVM) to transact the following special business:

SEPCIAL BUSINESS:

ITEM NO. 1

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

“RESOLVED THAT pursuant to the provisions of section 139(8) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014 or any amendment or substitution thereof (including any statutory modification(s) or re-enactment thereof for the time being in force) approval of the members’ be and is hereby accorded to the appointment of P.G. Bhagwat LLP (LLPIN: AAT-9949), Chartered Accountants, Pune, as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. A A A C & Company, Chartered Accountants, Pune, and to hold office till the conclusion of the ensuing annual general meeting and that they shall conduct the statutory audit for the year ending 31st March, 2021, on such remuneration that will be mutually fixed by the Managing Director and/ or Joint Managing Director and the Auditors.

RESOLVED FURTHER THAT the Company Secretary and/or any one of the Directors of the Company be and is hereby authorised to take all necessary steps and to do all such acts, deeds, things and matters which are necessary, expedient, ancillary or incidental to give effect to the foregoing resolution including filing of requisite e-Forms with the Registrar of Companies.”

By Order of the Board of Directors
For Sai Service Private Limited

Place: Pune
Date: 29.01.2021

SD/-
Shweta Kakkar
Company Secretary

NOTES

1. The relative Explanatory Statement, pursuant to section 102(1) of the Companies Act, 2013, setting out the material facts in respect of special business under item no.1 above is annexed hereto.
2. In view of the outbreak of Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated April 8, 2020 read with circulars dated April 13, 2020, May 5, 2020, June 15, 2020,



SAI SERVICE PRIVATE LIMITED

CIN: U60210PN1985PTC037099

Regd. Off: Mumbai Pune Road, Phugewadi, Pune-411012; **Tele No. :** 020-46404498; **Fax No. :** 020-46404421

Website: www.saiservice.com **Email Address:** sai@saiservice.com

September 28, 2020 and December 31, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Extra ordinary General Meeting ("EoGM") through VC/ OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the EoGM of the Company is being held through VC/ OAVM.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EoGM is entitled to appoint a proxy to attend and vote on his/her/it's behalf and the proxy need not be a Member of the Company. Since this EoGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EoGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Since the proceedings of this EoGM are being conducted through VC/ OAVM, the Registered Office of the Company situated at Mumbai Pune Road, Phugewadi, Pune – 411 012 is deemed to be the venue of the EoGM.
5. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/Power of Attorney/Letter of Authority authorizing their representative to attend and vote on their behalf at the Meeting.
6. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 3.00 p.m. to 5.00 p.m. up to the date of this meeting & also soft copy of the relevant documents can be assessed by the members at the time of the meeting.
7. Members seeking any information with regard to any matters to be placed at the EoGM, are requested to write to the Company on or before February 25, 2021 through email on "sai@service.com". The same will be replied by the Company suitably.
8. In compliance with the aforesaid MCA Circulars, Notice of the EoGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
9. Members may note that the Notice of the EoGM will also be available on the Company's website <https://www.saiservice.com>
10. Members attending the EoGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
11. Since, the EoGM will be held through VC/ OAVM, the Route Map and Attendance Slip is not annexed to this Notice.
12. Members are requested to send all communications relating to the shares to the Registered Office address of the Company. Further, members in case of any query may send an email to "sai@saiservice.com". Also, in case of voting is being conducted by way of poll, Members shall be requested to send their vote on this Email ID.



SAI SERVICE PRIVATE LIMITED

CIN: U60210PN1985PTC037099

Regd. Off: Mumbai Pune Road, Phugewadi, Pune-411012; **Tele No. :** 020-46404498; **Fax No. :** 020-46404421

Website: www.saiservice.com **Email Address:** sai@saiservice.com

13. Members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses with the Company, in case of holding shares in physical form and with the concerned DPs in case of shares held in dematerialized form for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

A. INSTRUCTIONS FOR MEMBERS FOR JOINING THE MEETING

1. Invitation link to join the meeting will be sent / shared to the members on their registered email id's by 25th February, 2021.
2. Detailed instructions for the Members to join the meeting are given below:

OPTION 1: Joining from Laptop or Computer (having access to webcam)

Step 1: Before joining a Zoom meeting on a laptop or computer, you can download the Zoom app from the following link: <https://zoom.us/download> (Zoom Client for Meetings)

Otherwise, you will be prompted to download and install Zoom when you click a join link.

Step 2: Open the Zoom desktop client

Step 3: Click Join a Meeting if you want to join without signing in
Or Sign in to Zoom using your registered Mail ID (if applicable) then click Join

Step 4: Enter the Meeting ID number and Password. Click Join and make sure access is given to the microphone (to speak) and camera (to see).

OPTION 2: Joining from Mobile Phone

Step 1: Downloading the Zoom Mobile App from the Application Store (e.g. Google Play Store, iOS App Store, as applicable).

Step 2: Join a meeting using one of these methods:

- Tap **Join a Meeting** if you want to join without signing in.
- Sign in to Zoom then tap **Join**.

Step 3: Enter the meeting ID number and your display name

Step 4: Tap **Join Meeting**

3. Further, Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App or Desktop Application, as the case may be.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



SAI SERVICE PRIVATE LIMITED

CIN: U60210PN1985PTC037099

Regd. Off: Mumbai Pune Road, Phugewadi, Pune-411012; **Tele No. :** 020-46404498; **Fax No. :** 020-46404421

Website: www.saiservice.com **Email Address:** sai@saiservice.com

B. OTHER INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EoGM THROUGH VC / OAVM ARE AS UNDER:

1. Facility of joining the EoGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for all the Members.
2. Members who would like to express their views or ask questions during the AGM may raise their hands during the meeting or may also use chat facility.
3. Members will be able to attend the AGM through VC / OAVM and vote on the resolutions by show of hands or if the poll is demanded by using their registered mail ID.
4. Members are requested to use only registered Email ID for Voting during the time allotted for same. Votes casted by any other unregistered Email ID shall be considered as Invalid.
5. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company, will be entitled to vote at the EoGM.
7. In case of multiple votes on the same resolution, the first one shall be counted for the purpose of counting Votes.
8. Please note that no person other than the respective Member shall have access to place from where the Member is participating during the meeting.
9. In case of any queries relating to joining the Meeting through Electronic mode or any technical assistance to access and participate in the meeting through VC is required, then the members can mail their queries on "sai@saiservice.com".

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Explanatory Statement sets out all material facts relating to the Special Business under items 1 of the accompanying Notice convening the Extra –ordinary General Meeting .

ITEM NO. 1

The Company has received resignation letter dated 07/01/2021, from the Statutory Auditors M/s. A A A C & Company, Chartered Accountants, Pune, informing that they will not be able to conduct the statutory audit from f.y. 2020-2021 onwards as unreconcilable differences has arisen between the partners & hence they are unable to continue to work together & are parting there ways which has resulted in casual vacancy.



SAI SERVICE PRIVATE LIMITED

CIN: U60210PN1985PTC037099

Regd. Off: Mumbai Pune Road, Phugewadi, Pune-411012; **Tele No. :** 020-46404498; **Fax No. :** 020-46404421

Website: www.saiservice.com **Email Address:** sai@saiservice.com

Pursuant to the provisions of section 139(8) of the Companies Act, 2013, a casual vacancy caused by the resignation of auditors was filled up by the Board of Directors in their meeting held on 29/01/2021, within a period of thirty days by appointing P.G. Bhagwat LLP (LLPIN: AAT-9949), Chartered Accountants, Pune, as Statutory Auditors of the Company subject to the approval of the members in the general meeting.

Further, the Company has received eligibility and consent from P.G. Bhagwat LLP, to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for the proposed appointment to fill up the casual vacancy.

The relevant documents relating to the terms of appointment and resignation shall be open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 3.00 p.m. to 5.00 p.m. up to the date of this meeting and also the soft copy of the documents can be assessed by the members at the time of the meeting.

The Board recommends the resolution given at item no. 1 for the approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

By Order of the Board of Directors
For Sai Service Private Limited

Place: Pune
Date: 29.01.2021

SD/-
Shweta Kakkar
Company Secretary