

# **SUNKIND EDUTECH PRIVATE LIMITED**

503, 5<sup>th</sup> Floor, DLF Star Tower, Silokhera – II, Sector – 30,  
National Highway – 8, Gurugram, Haryana – 122001  
CIN : U80904HR2021PTC100251 ; PAN : ABHCS5838F  
Tel. : 01244064157 email : hanishgupta@jdindia.net

EXTRACTS OF SPECIAL RESOLUTIONS PASSED AT THE EXTRA-ORDINARY GENERAL MEETING OF SUNKIND EDUTECH PRIVATE LIMITED HELD ON THURSDAY, JUNE 23<sup>rd</sup>, 2022 AT 1500 HOURS AT 503 5<sup>TH</sup> FLOOR DLF STAR TOWER NH-8 SECTOR 30 GURUGRAM HARYANA -122001

## **1. Change of Name**

"RESOLVED THAT pursuant to the provisions of Section 13, rules thereof and all other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the Central Government; i. e.; the Registrar of Companies, the name of the Company be changed from **SUNKIND EDUTECH PRIVATE LIMITED** to **SUNKIND PROGSOL PRIVATE LIMITED** and consequent to this change, the name **SUNKIND EDUTECH PRIVATE LIMITED** wherever occurring in the Memorandum and Articles of Association of the Company be substituted by the new name **SUNKIND PROGSOL PRIVATE LIMITED**."

## **2. Change of Main Objects**

To consider and, if thought fit, to pass with or without modification, the following resolution as Special Resolution:-

"RESOLVED THAT pursuant to the provisions of section 13 and all other applicable provisions, if any, of the Companies Act, 2013 and subject to necessary approval(s) if any, from the competent authorities, Main Objects Clause of Memorandum of Association of the Company be and is hereby altered by substituting the existing sub clause A of Clause 3 as under:

III. The Objects for which the Company is established are:

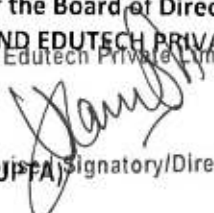
A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :

1. To carry on in India or elsewhere, the business of Operation and Maintenance of Solar Power Plant & Solar Power Plant Installation

"Resolved further that the Board of Directors of the Company be and is hereby severally authorized to take necessary steps to seek approval of the Central Government; i. e.; the Registrar of Companies, and to do all such acts, deeds and things as may be required or considered necessary or incidental to give effect to the said resolution."

**Certified True Copy**

By Order of the Board of Directors  
FOR SUNKIND EDUTECH PRIVATE LIMITED

  
(HANISH GUPTA) Signatory/Director  
(Director)

DIN: 02194659

Address: House No-30, Road No -72, Punjabi Bagh  
New Delhi-110026.

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## **NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

Shorter Notice is hereby given that extra-ordinary general meeting of members of SUNKIND EDUTECH PRIVATE LIMITED will be held on Thursday, June 23, 2022 at 1500 Hours at 503 56<sup>th</sup> floor DLF star Tower NH-8 Sector 30 Gurugram Haryana-122001, to transact the following business:

### **Special Business:**

#### **1. Change of the Name Clause of Memorandum of Association**

To consider and, if thought fit, to pass with or without modification (s), the following resolution as **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Section 13, rules thereof and all other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the Central Government; i. e.; the Registrar of Companies, the name of the Company be changed from **SUNKIND EDUTECH PRIVATE LIMITED** to **SUNKIND PROGSOL PRIVATE LIMITED** and consequent to this change, the name **SUNKIND EDUTECH PRIVATE LIMITED** wherever occurring in the Memorandum and Articles of Association of the Company be substituted by the new name **SUNKIND PROGSOL PRIVATE LIMITED**."

#### **2. Change of the Main Objects Clause of Memorandum of Association**

To consider and, if thought fit, to pass with or without modification, the following resolution as **SPECIAL RESOLUTION**:-

"**RESOLVED THAT** pursuant to the provisions of section 13 and all other applicable provisions, if any, of the Companies Act, 2013 and subject to necessary approval(s) if any, from the competent authorities, Main Objects Clause of Memorandum of Association of the Company be and is hereby altered by substituting the existing sub clause A of Clause 3 as under:

III. The Objects for which the Company is established are:

A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :

1. To carry on in India or elsewhere, the business of Operation and Maintenance of Solar Power Plant & Solar Power Plant Installation.

"**Resolved further that** the Board of Directors of the Company be and is hereby severally authorized to take necessary steps to seek approval of the Central Government; i. e.; the Registrar of Companies, and to do all such acts, deeds and things as may be required or considered necessary or incidental to give effect to the said resolution."

Certified True Copy  
By Order of the Board of Directors  
FOR SUNKIND EDUTECH PRIVATE LIMITED

  
Authorised Signatory/Director  
(HANISH GUPTA)  
(Director)  
DIN: 02194659  
Address: House No-30, Road No -72, Punjabi Bagh, New Delhi-110026.  
Date-15/06/2022  
Place-Gurugram

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## **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER.
2. A PROXY TO BE VALID SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING, DULY COMPLETED AND SIGNED.
3. PURSUANT TO PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, READ WITH THE APPLICABLE RULES THEREON, A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER MEMBER.
4. A PROXY MAY NOT VOTE EXCEPT ON A POLL.
5. ALL DOCUMENTS REFERRED TO IN THE ACCOMPANYING NOTICE AND THE EXPLANATORY STATEMENT SHALL BE OPEN FOR INSPECTION AT THE REGISTERED OFFICE OF THE COMPANY DURING NORMAL BUSINESS HOURS (9.00 AM TO 5.00 PM) ON ALL WORKING DAYS EXCEPT SATURDAY.
6. 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.
7. MEMBERS / PROXIES / AUTHORIZED REPRESENTATIVES SHOULD BRING THE DULY FILLED ATTENDANCE SLIP ENCLOSED HERewith TO ATTEND THE MEETING.
8. ANY CHANGE IN MEMBER'S COMMUNICATION ADDRESS IS TO BE COMMUNICATED TO THE COMPANY SO THAT ANY CORRESPONDENCE MAY BE DISPATCHED TO THE MEMBERS.
9. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IS ANNEXED HERETO AND FORMS PART OF THIS NOTICE.

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

### ***Item No. 1 and 2:***

The Board decided to change the name and Objects clause of the Memorandum of Association.

The new name **SUNKIND PROGSOL PRIVATE LIMITED** has been approved by the ROC vide its letter dated 14/06/2022.

After approval of new name by the ROC, the Board in its meeting held on 15<sup>th</sup> day of June, 2022 decided to change the name of the company, subject to the consent of the members of the company and the Central Government from **SUNKIND EDUTECH PRIVATE LIMITED** to **SUNKIND PROGSOL PRIVATE LIMITED**. In order to make main objects in consonance with name of the company the Board also decided to alter the main objects of the company.

The proposed name change and change of main objects of the memorandum of association requires the approval of the members of the Company through special resolution pursuant to Section 13 of the Companies Act, 2013 and the rules made thereunder.

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A copy of Memorandum of Association and Articles of Association together with proposed changes will be available for inspection for the members of the Company at its registered office during business hours on any working day till the date of the meeting. The aforesaid documents are also available for inspection at the EGM.

The Board is satisfied that the proposed changes at item no. 1 and 2 of the notice of the meeting will give fresh impetus to the company and the company will be able to do new business and grow.

As per section 13 of the Companies Act, 2013 and rules made thereunder, the Board recommends the Resolutions set forth in item number 1 and 2 of the Notice for approval of the members as special resolution.

None of the Directors, Manager and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the above said resolutions.

**Certified True Copy**

**By Order of the Board of Directors**  
**FOR SUNKIND EDUTECH PRIVATE LIMITED**  
Sunkind Edutech Private Limited

  
(HANISH GUPTA) Signatory/Director  
(Director)

DIN: 02194659

Address: House No-30, Road No -72, Punjabi Bagh  
New Delhi-110026.

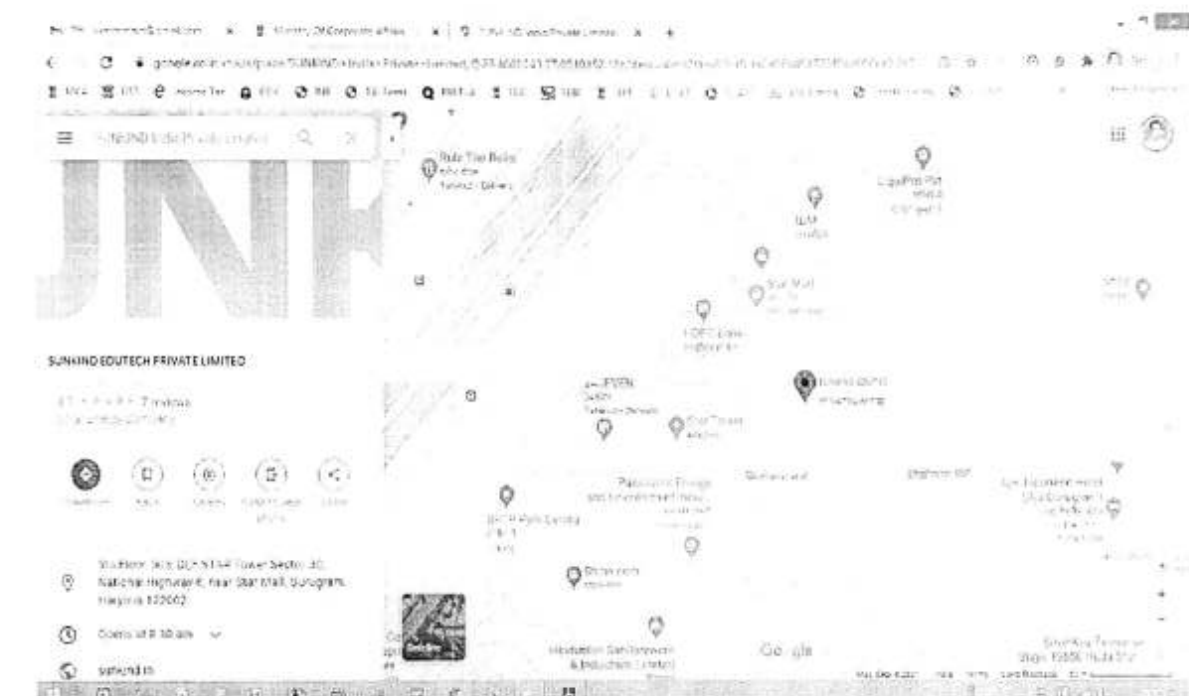
Date: 15/06/2022

Place: Gurugram

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Google Map of address of venue of meeting is pasted below:



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## ROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

### Extra Ordinary General Meeting of SUNKIND EDUTECH PRIVATE LIMITED– 23<sup>rd</sup> June, 2022

Name of Member(s):

Registered Address: .....

Folio No./Client Id: ..... DP ID: ..... E-mail ID: .....

I/We, being the member(s) of .....Shares of the above named Company, hereby appoint:

- Name: ..... Address: .....  
E mail Id: ..... Signature: ..... or failing him/her
- Name: ..... Address: .....  
E mail Id: ..... Signature: ..... or failing him/her
- Name: ..... Address: .....  
E mail Id: ..... Signature: ..... or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Thursday, 23<sup>rd</sup> June, 2022 at 1500 Hours at 503, 5<sup>th</sup> Floor, DLF Star Tower, Silokhera-II Sector-30, NH-8 Gurugram-122002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution	Vote (Optional see Note 2)		
		(Please mention no. of share		
		For	Against	Abstain
1)	As Special Resolution to change the Name clause of Memorandum of Association			
2)	As Special Resolution to alter Main Objects Clause of Memorandum of Association			

Signed this ..... day of ..... 2022.

Signature of Shareholder

Signature of Proxy holder(s)

Affix a  
Re.1/-  
Revenue  
Stamp

#### Notes:

- This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
- It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

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## **ATTENDANCE SLIP**

**Extra Ordinary General Meeting of Sunkind Edutech Private Limited – 23<sup>rd</sup> June, 2022**

1. Full name of the Shareholder/ Proxy/Authorized Representative: .....

2. Folio No. /Client Id: .....

DP ID:.....

E-mail ID .....

3. If Proxy/Authorized Representative, Full Name of Shareholder: .....

I hereby record my presence at the Extra Ordinary General Meeting of the Company held Thursday, 23<sup>rd</sup> June, 2022 at 1500 Hours at 503, 5th Floor, DLF Star Tower, Silokhera-II Sector-30, NH-8 Gurugram, 122001

Signature of the Shareholder/ Proxy Holder/Authorized Representative

**Note:** This attendance slip is to be handover at the entrance of the Meeting Hall.