



## Notice

Notice is hereby given that an Extraordinary General Meeting of the members of Surajya Services Limited will be held at shorter notice (on receipt of consent from members) on **Friday, May 27, 2022 at 06:15 p.m.** through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following **special business**:

1. To sub-divide equity shares of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 61(1)(d), Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the provisions of the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded for sub-division of each of the equity shares of the Company having a face value of Rs. 10/- each in the authorised, issued, subscribed and paid-up share capital of the Company into 10 (ten) equity shares having a face value of Re. 1/- each and consequently, the existing ‘Clause V’ of the Memorandum of Association of the Company, relating to the Share Capital be and is hereby altered by deleting the same and substituting in its place and stead, the following new ‘Clause V’:

*‘V. The Authorised Share Capital of the Company is Rs. 10,00,000 (Rupees Ten Lakh only) divided into 10,00,000 (Ten Lakh) Equity Shares of Re. 1 (Rupee One only) each.’*

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members of the Company be and is hereby accorded to delete and substitute in its place and stead ‘Sub-Clause 2.26’ of “Clause 2” of Articles of Association of the Company with the following new Clause:

*2.26. “Equity Share” means ordinary equity shares with voting rights of face value of Re. 1 (Rupee One only) each in the capital of the Company.*

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard without requiring the Board to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

2. To approve creation of new Employee Stock Options and thereby amendment of the Employee Stock Option Scheme 2019 of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 12 of the Companies

### **Surajya Services Limited**

*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078

**Website:** www.easygov.co.in || **Email:** business@easygov.co.in || **Tel.** +91-11-35531773



(Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and provisions of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the amended Employee Stock Option Scheme 2019 (“**ESOS 2019**”) for increasing the ESOS 2019 Pool of the Company to 15,000 options equivalent to 15,000 equity shares of Re. 1 each of the Company, to be issued at such price or prices and on such terms and conditions as may be determined by the Board in accordance with the provisions of ESOS 2019;

**RESOLVED FURTHER THAT** the equity shares so issued and allotted under the amended ESOS 2019 shall rank *pari passu* with the then existing equity shares of the Company;

**RESOLVED FURTHER THAT** Options outstanding under ESOS 2019 before any issue of bonus shares or sub-division or consolidation of shares including such corporate actions as define under ESOS 2019 shall be suitably adjusted for the number as well as the exercise price as applicable and such outstanding Options may further be adjusted at the discretion of the Board for any other corporate action(s);

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard without requiring the Board to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

By **Order of the Board of Directors**

**Amit Shukla**  
**Whole-time Director**  
**DIN: 07165255**

Date: May 26, 2022  
Place: New Delhi

**Registered Office:**  
Basement, Plot No. 65, Sector-12A,  
Dwarka, New Delhi- 110078  
Website: [www.easygov.co.in](http://www.easygov.co.in)  
Email: [business@easygov.co.in](mailto:business@easygov.co.in)  
Tel. +91-11-35531773

**Surajya Services Limited**  
*(formerly known as Surajya Services Private Limited)*  
**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078  
**Website:** [www.easygov.co.in](http://www.easygov.co.in) || **Email:** [business@easygov.co.in](mailto:business@easygov.co.in) || **Tel.** +91-11-35531773



## NOTES:

1. In view of the present Covid -19 pandemic, the Ministry of Corporate Affairs (“MCA”), has vide its circular dated May 05, 2022 read with circulars dated April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021 and December 08, 2021 (collectively referred to as “**MCA Circulars**”), permitted the holding of Extraordinary General Meeting (“**EGM**” or “**Meeting**”) through VC or OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“**the Act**”) and MCA Circulars, the Meeting of the Company is being convened and conducted through VC and notice to all the members is being sent only through electronic mode by e-mail at the e-mail address registered with the Company. Detailed instructions to attend, participate and vote at the Meeting through VC is attached as **Annexure 1**. The deemed venue for the EGM shall be the registered office of the Company.
2. Pursuant to the provisions of the Act in ordinary times, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the Meeting and a proxy need not be a member of the Company. However, since this Meeting is being held through VC pursuant to the MCA Circulars, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the Meeting and proxies are not permitted to attend and/or vote at this Meeting. Hence, the Proxy Form is not annexed hereto.
3. Corporate members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide an email at amit@easygov.co.in, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the Meeting.
4. Since the Meeting will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. A Statement pursuant to Section 102(1) of the Act relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. Members / Representatives attending the Meeting through VC would be considered for the purpose of quorum under Section 103 of the Act and accordingly, there is no requirement of attendance slip for the Meeting and hence not annexed hereto.
7. Members seeking inspection/any information with regard to the documents referred to in the Notice or any matter to be placed at the Meeting, are requested to write to the Company before the commencement of the Meeting through email at amit@easygov.co.in. The same will be replied by the Company suitably. Additionally, copies of the relevant documents will be made available for inspection during the Meeting.
8. The Meeting will be convened at short notice after obtaining consent of members as per the provisions of the Act read with the Articles of Association of the Company in respect of which a format of the written consent is attached as **Annexure 3**. The members may either give written consent in the format as attached or by way of an email confirmation at amit@easygov.co.in.

### **Surajya Services Limited**

*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078

**Website:** www.easygov.co.in || **Email:** business@easygov.co.in || **Tel.** +91-11-35531773



9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. In the event a member has not yet registered his/her email address, the same may be done now by emailing the Company at the designated email address of the Company at [amit@easygov.co.in](mailto:amit@easygov.co.in).

**Surajya Services Limited**

*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078

**Website:** [www.easygov.co.in](http://www.easygov.co.in) || **Email:** [business@easygov.co.in](mailto:business@easygov.co.in) || **Tel.** +91-11-35531773



## **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ('the Act')**

---

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

### **Item No. 1**

The equity shares of the Company are proposed to be sub-divided from face value of Rs. 10/- each in the authorised, issued, subscribed and paid-up share capital of the Company into 10 (ten) equity shares having a face value of Re. 1/- each.

Accordingly, the Board of Directors at their meeting held on April 12, 2022 has subject to approval of the members, approved the aforesaid proposal of sub-division of equity shares.

The sub-division of equity shares and consequent amendment to Memorandum of Association requires approval of the members by way of Ordinary Resolution. However, considering that the sub-division also requires amendment to the Articles of Association of the Company, the approval of members is being sought by way of Special Resolution.

The draft of amended Memorandum of Association and Articles of Association shall be available for inspection of the members of the Company as per Note No. 7 of the Notes to the accompanying Notice.

None of the Directors and key managerial personnel of the Company and any of their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 1 of the Notice.

The Board commends the Special Resolution set out at Item No. 1 of the Notice for approval by the members.

### **Item No. 2**

The members of the Company vide Special Resolution passed at the Extraordinary General Meeting held on January 06, 2020 had approved the Employee Stock Option Scheme 2019 ("ESOS 2019") with a pool of 500 equity shares.

It is proposed to increase ESOS 2019 Pool to 1500 options equivalent to 1500 equity shares of Rs. 10 each of the Company.

Members may note upon approval for sub-division of share capital as mentioned in Item No. 1 of the accompanying Notice, the ESOS 2019 Pool will be required to be suitably adjusted for the number as well as the exercise price. Consequently, the aforesaid Pool will be adjusted to 15,000 options equivalent to 15,000 equity shares of Re. 1 each of the Company.

Accordingly, the member's approval is being sought for increasing the ESOS 2019 Pool to 15,000 options equivalent to 15,000 equity shares of Re. 1 each of the Company.

### **Surajya Services Limited**

*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078

**Website:** [www.easygov.co.in](http://www.easygov.co.in) || **Email:** [business@easygov.co.in](mailto:business@easygov.co.in) || **Tel.** +91-11-35531773



The increase in ESOS 2019 pool is not prejudicial to the interests of the option holders. All eligible employees of the Company are the beneficiaries of such variation.

Section 62(1)(b) of the Act read with Rules made thereunder provides that a company which intends to offer shares to employees under a scheme of employee stock options should obtain approval of its members by means of a special resolution.

The Board of Directors, at their meeting held on April 12, 2022, has accorded its approval for increase of the ESOS Pool, subject to the approval of the members of the Company. Accordingly, the consent of the members of the Company is being sought.

None of the Directors and key managerial personnel of the Company and any of their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 2 of the Notice.

The Board commends the Special Resolution set out at Item No. 2 of the Notice for the approval by the members of the Company.

**By Order of the Board of Directors**

**Amit Shukla**  
**Whole-time Director**  
**DIN: 07165255**

Date: May 26, 2022  
Place: New Delhi

**Registered Office:**  
Basement, Plot No. 65, Sector- 12A,  
Dwarka, New Delhi- 110078  
Website: [www.easygov.co.in](http://www.easygov.co.in)  
Email: [business@easygov.co.in](mailto:business@easygov.co.in)  
Tel. +91-11-35531773

**Surajya Services Limited**  
*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078  
**Website:** [www.easygov.co.in](http://www.easygov.co.in) || **Email:** [business@easygov.co.in](mailto:business@easygov.co.in) || **Tel.** +91-11-35531773



## **Annexure 1**

Members are requested to note the following in accordance with the MCA circulars:

1. The Meeting through video-conference would be conducted through “Microsoft Teams” which enables two-way audio and video conference. Members are requested to join the Meeting using the following link:

[Click here to join the meeting](#)

Detailed instructions on installing Microsoft Teams are provided in **Annexure 2**.

2. The link to join the Meeting shall be active from 15 (fifteen) minutes prior to the commencement time of the Meeting.
3. E-mail address of the Whole-time Director, Mr. Amit Shukla i.e. amit@easygov.co.in is designated for correspondences and all other purposes related to the Meeting.
4. For any assistance (including with technology) before or during the Meeting, members may contact the Whole-time Director, Mr. Amit Shukla on +91- 98712 93029.

### **Surajya Services Limited**

*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078

**Website:** www.easygov.co.in || **Email:** business@easygov.co.in || **Tel.** +91-11-35531773



## Annexure 2

1. Members would have received an email from the Company to participate in the Meeting through video-conference on your email address registered with the Company.
2. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “Join Microsoft Teams Meeting” option from the email. You will connect to the Meeting.
3. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

### Option 1

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the email invitation using **Google Chrome** browser



Simply click on “**Join Microsoft Teams Meeting**” option from the email invitation / your calendar events.



A new Browser window would open. Select “**Join on the web instead**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

### Option 2

For installing Microsoft Teams on your **iPad / apple devices/ Android devices**:

Click on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



System will prompt you to download Microsoft Teams



Download and Install Microsoft teams. Please do not try to login.



Once installed, click on invitation once again on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



You will be prompted to Microsoft Teams application



Click on “**Join as a Guest**” option



**Type your Name** and once again click on “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

### **Surajya Services Limited**

*(formerly known as Surajya Services Private Limited)*

**CIN: U72300DL2015PLC280416**

**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078

**Website:** www.easygov.co.in || **Email:** business@easygov.co.in || **Tel.** +91-11-35531773





**Annexure 3**

**THE COMPANIES ACT, 2013  
Consent by Shareholder for shorter notice  
[Pursuant to proviso to Section 101(1) of the Companies Act, 2013]**

To  
The Board of Directors  
**Surajya Services Limited**  
Basement, Plot No.65,  
Sector-12A, Dwarka,  
New Delhi-110078

I/We, [-], having my/our registered office/residence at [-], holding [-] equity shares of Rs. 10 each representing [-%] in the Company in my/our own name, hereby give consent, pursuant to Section 101 and other applicable provisions, if any, of the Companies Act, 2013, to hold the Extraordinary General Meeting of the Company at short notice on Friday, May 27, 2022 through video-conference or Other Audio Visual Means.

Signature:  
Name:  
Dated:

**Surajya Services Limited**  
*(formerly known as Surajya Services Private Limited)*  
**CIN: U72300DL2015PLC280416**  
**Registered Office:** Basement, Plot No.65, Sector-12A, Dwarka, New Delhi-110078  
**Website:** www.easygov.co.in || **Email:** business@easygov.co.in || **Tel.** +91-11-35531773