



Transcript of Extraordinary General Meeting of Surajya Services Limited held on Friday, May 27, 2022 at 6:15 p.m. through Video Conferencing.

Mr. Nikhil Agarwal, Director:

Good Evening!

Dear Members, Director, Auditor and others present at the meeting, I, Nikhil Agarwal, Director of the Company welcome all of you to the meeting.

This meeting is conducted through video conference from the registered office of the Company (the deemed venue of the meeting).

Mr. Amit Shukla Director of the Company is present in the meeting.

Mr. Ravi Karia (Director) is unable to attend the meeting due to his preoccupation.

Representative of the Statutory Auditor is also present at the meeting.

Request, the Directors present to elect the Chairman for the meeting.

Mr. Nikhil Agarwal:

I propose Mr. Amit Shukla as Chairman of the meeting.

Mr. Amit Shukla, Chairman:

It is 6:15 p.m. and time to start the Extraordinary General Meeting of Surajya Services Limited.

I welcome all of you to the Extraordinary General Meeting of the Company.

Considering the present Covid- 19 pandemic, the Ministry of Corporate Affairs ("MCA"), in compliance with various circulars, permitted the holding of the Extraordinary General Meeting ("Meeting") through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue. Accordingly, the Meeting is being held through video-conference.

The Company has taken all feasible steps to ensure that the Members of the Company are provided an opportunity to participate in the Meeting and vote. The Company has provided adequate VC facility to the Members to participate in this Meeting and also vote.

Members/ Representative attending the Meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

Requisite quorum is present and therefore I call the Meeting to the order.

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



Authorization has been lodged with the Company for 22,955 equity shares representing 68.47 percent of the Company's equity share capital.

The Chairman has confirmed that the Company has not received any query from the Members on the designated email address mentioned in the Notice calling the Meeting.

The documents referred in the notice convening this Meeting are available and will remain accessible to the Members for electronic inspection, if they so desire, till the conclusion of the Meeting.

Dear Members,

Notice dated May 26, 2022, convening this Meeting has already been circulated to the Members of the Company electronically, pursuant to the MCA Circulars.

The Company has received consents from its members for convening and holding this meeting at a shorter notice.

With your permission, I shall take the same as read.

I now move the resolution for Item number 1 of the Notice:

Item No. 1: Sub-division of equity shares of the Company, by way of Special Resolution:

This item has to be transacted to ensure compliance with the provisions of Sections 61(1)(d) and Section 13 of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Jyoti Jain, member of the Company propose the resolution.

Sir, I, Rashmi Dhandia member of the Company second the resolution.

Mr. Amit Shukla, Chairman:

I request the members to seek clarification, if any, pertaining to this item of business. (None of the members of the Company sought any clarification.)

Thereafter, Mr. Amit Shukla, Chairman read the 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/-

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



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."

Now I put the resolution to vote.

"Those in favor of the motion please raise your hand."

"Those against the motion please raise your hand."

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for Item number 2 of the Notice:

Item No. 2: Creation of new Employee Stock Options and thereby amendment of the Employee Stock Option Scheme 2019 of the Company, by way of Special Resolution:

This item has to be transacted to ensure compliance with the provisions of Sections 61(1)(b) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Jyoti Jain, member of the Company propose the resolution.

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



I, Rashmi Dhandia member of the Company second the resolution.

Mr. Amit Shukla, Chairman:

I request the members to seek clarification, if any, pertaining to this item of business. (None of the members of the Company sought any clarification.)

Thereafter, Mr. Amit Shukla, Chairman read the 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 (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.”

Now I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

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



I announce that all the business set out in the Notice of this meeting had been considered and the meeting stands closed.

Thank you.

I, Jyoti Jain, member of the Company propose a vote of thanks to the Chairman. Thank you.

Mr. Amit Shukla, Chairman: Thank you Mr. Jyoti Jain.

The meeting concluded at 6:24 p.m.

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