

NOTICE

Notice is hereby given that the Extra-Ordinary General Meeting of the members of the Company will be held on Thursday, 16th July 2020 at 11:00 A.M. through Video Conferencing to transact the following business:

SPECIAL BUSINESS:

1. APPOINTMENT OF MRS. ASHWINI PRASHANT SATPUTE, CHARTERED ACCOUNTANT (MEMBERSHIP NO: 100573), PUNE, AS STATUTORY AUDITOR OF THE COMPANY TO FILL CASUAL VACANCY

To consider, if thought fit, pass with or without modifications following resolution as an ordinary resolution.

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) and other applicable provisions of the Act, if any and Rules framed there under, Mrs. Ashwini Prashant Satpute, Chartered Accountant (Membership No: 100573), be and is hereby appointed as Statutory Auditor of the Company to fill the casual vacancy caused by the resignation of M/s Jinesh Shingavi & Associates, Chartered Accountants for the financial year 2019-20 and they shall hold the office as Statutory Auditors until the conclusion of the ensuing Annual General Meeting on such remuneration as may be fixed by the Board of Directors in consultation with auditors."

"RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all such things, acts and deeds and to take all such steps as may be deemed appropriate in connection with the above mention matter for and on behalf of the Company."

"RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all necessary formalities and to sign and file all the necessary documents and forms as may be required in this regard and to do all such acts, deeds and things as may be necessary in this regards for and on behalf of the Company."

For and on behalf of Board of Directors

COMARETE TECHNOLOGIES PRIVATE LIMITED



Tushar Anil Patil

Director

DIN: 07228340

Date: 22.06.2020 | Place: Pune

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated April 8, 2020 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 Circular, the EOGM of the Company is being held through VC.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her 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, 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.
3. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 annexed herewith.
4. Members attending the EOGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Since the EOGM will be held through VC, the Route Map is not annexed in this Notice.
6. If poll is demanded by any member then, members can convey their votes from his/her email id registered with the Company. The same should be communicated to finance@comarete.com
7. If any member having any technical problem to access the meeting then he/ she shall contact to +91 727 6090 555.

ANNEXURE TO NOTICE:**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
SETTING OUT ALL MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS:****Item No. 1**

M/s Jinesh Shingavi & Associates, Chartered Accountants, have tendered their resignation as Statutory Auditors of the Company due to their pre-occupation and they have expressed that they will not be able to continue as statutory auditors of the Company, which has resulted into a casual vacancy in the office of Statutory Auditors of the Company.

Casual vacancy caused by the resignation of auditors can only be filled up by approval in general meeting of the Company to be held on 16th July 2020. The Board recommends to appoint Mrs. Ashwini Prashant Satpute, Chartered Accountants (Membership No.: 100573), Pune, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Jinesh Shingavi & Associates dated 1st June 2020.

Mrs. Ashwini Prashant Satpute, Chartered Accountant (Membership No.: 100573), Pune, has conveyed her consent to be appointed as the Statutory Auditors of the Company,

The Board recommends the Resolution set out at Item No. 1 in this Notice for approval of the Members as an Ordinary Resolution.

None of the Directors, Manager or Key Managerial Personal & their relatives are in any way concerned or interested in the said resolutions.

For and on behalf of Board of Directors

COMARETE TECHNOLOGIES PRIVATE LIMITED



Tushar Anil Patil
Director
DIN: 07228340

Date: 22.06.2020

Place: Pune