



NOTICE OF THIRD ANNUAL GENERAL MEETING

Notice is hereby given that the **Third Annual General Meeting** of the Members of **Promeselectronica Trading Private Limited** ("the Company") will be held at shorter notice through audio-visual means on **Tuesday, 13th October, 2020** at 03:00 pm (IST) at the Registered Office of the Company situated at Unit No-945 A, 40 Ithum Tower B, 9th Floor, Sector-62, Gautam Buddha Nagar, Noida-201301, Uttar Pradesh, India, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited annual Financial Statements of the Company comprising of Balance Sheet as at 31st March, 2020, Statement of Profit & Loss for the year ended on that date along with Cash Flow Statement as at 31st March 2020 and the Explanatory Notes annexed to, or forming part of any document referred above, the Auditors' Report thereon and the Directors' Report thereto.
2. TO APPOINT M/S. SUMIT KUMAR & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014, consent of the Members of the Company be and is hereby accorded to appoint M/s Sumit Kumar & Associates, Chartered Accountants, (Firm Registration No. 027263N) as Statutory Auditors of the Company for a period of five years beginning from the conclusion of Third Annual General Meeting till the conclusion of Eighth Annual General Meeting, i.e. from Financial year 2020-21 upto Financial year 2024-25, on such remuneration as may be mutually agreed upon Mr. Yury Kukharenko, Director of the Company and the Statutory Auditors."

**By order of the Board of Directors
Promeselectronica Trading Private Limited**

**Yury Kukharenko
(Director)**

DIN: 07714502

**Address: Flat No. 5, House 2, Sobornaya St.
The City of Ryazan-390000, Russia**

**Date: 13.10.2020
Place: Russia**

NOTES:

A. AVAILABILITY OF VIDEO CONFERENCE FACILITY

In furtherance of the Government's objective of facilitating corporate compliances during the current lockdown period and other restrictions on account of COVID-19 and social distancing conditions, the Ministry of Corporate Affairs (MCA) vide Circular no 20/2020 dated 5th May,2020, has allowed companies to hold Annual General Meetings (AGMs) through Video Conferencing (VC) or Other Audio Visual Mode (OAVM) along with mechanism to hold such meetings as mentioned in Circular no 14/2020 dated 8th April, 2020

Accordingly, the General Circulars as mentioned above allows Companies, other than Listed Companies and Companies having 1000 members or more, a highly simplified mechanism for voting through registered emails has been put in place for easy compliance.

In terms of the said circular, as the Company is a Private Limited Company and is not required to provide the option of e-voting facility, the Company is pleased to provide the Video Conferencing Facility to its Members. The instructions to access and participate in the meeting through VC/OAVM are provided in the subsequent paragraph.

In respect to the above circular, members are requested to take note of the following:

1. Members may pose questions on the Ordinary Business concurrently during the Annual General Meeting or may send their questions prior to the date of the meeting in advance on the designated email address of the Company at ankita.gautam@emindslegal.com ('Designated Email').
2. The facility of participation through VC/OAVM is available to all Members without any restriction.
3. The facility for joining this meeting shall be opened before 15 minutes of the scheduled time of the meeting at 02:45 pm (IST) and shall be closed after the expiry of 15 minutes of the scheduled time.
4. Attendance of Members present through VC/OAVM shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013.
5. The members present shall elect the Chairman on show of hands.
6. Where Poll on any item is required, the Members shall cast their vote on the resolutions only by sending e-mail through their e-mail addresses which are registered with the Company. The said e-mails shall only be sent to the Designated Email.
7. ***AS THE MEETING IS BEING HELD VIA VC/OAVM, AND PHYSICAL ATTENDANCE OF THE MEMBERS HAVE BEEN DISPENSED WITH, THE FACILITY TO APPOINT A PROXY BY THE MEMBERS WILL NOT BE AVAILABLE.***
8. Relevant documents pertaining to the Ordinary Business will be made available to the Member either through notice or electronically upon sending a request at the Designated Email.

B. INSTRUCTION FOR JOINING THE MEETING THROUGH VC/OAVM

Members can join the meeting the VC/OVM facility by following the steps below:

1. Please click the link sent on email along with the Notice.
2. Click "Join" to sign in for the meeting

In case of any queries regarding VA/OAVM facility before or during the meeting, Members may call at helpline number +91-9811725507 or write to ankita.gautam@emindslegal.com to receive a response.

Members desiring any assistance relating to joining the meeting are requested to write to us at least 2 Hours before the meeting to enable us to assist you effectively.

C. OTHER NOTES

1. The route map of the venue of the Annual General Meeting is enclosed and forms part of Notice of this meeting

**By order of the Board of Directors
Promelectronica Trading Private Limited**

**Yury Kukharenko
(Director)**

DIN: 07714502

**Address: Flat No. 5, House 2, Sobornaya St.
The City of Ryazan-390000, Russia**

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ROUTE MAP FOR THE VENUE OF THIRD ANNUAL GENERAL MEETING

