

NOTICE OF THE 4th (Forth) ANNUAL GENERAL MEETING

NOTICE is hereby given that the fourth Annual General Meeting (AGM) of **CREDIT WISE CAPITAL PRIVATE LIMITED** (CIN: U65999MH2018PTC306086) (the "Company") will be held on Friday, 30th September, 2022, at 12.00 p.m through video-conference/other Audio Video Means to transact the following business:

ORDINARY BUSINESS

1) Adoption of Audited Financial Statements for the financial year ended 31-Mar-2022:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, and the Reports of the Directors' ('the Board') and Auditor's thereon.

SPECIAL BUSINESS

2) Re-appointment of Mr. Arvind Mokashi (DIN: 09305967) as an Independent Director of the Company.

To consider and if thought fit, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT, pursuant to the provisions of sections 149, 152, and other applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Act and based on the recommendation of the Board of Directors, Mr. Arvind Mokashi (DIN: 09305967), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment be and is hereby re-appointed as an Independent Director (Non-Executive) on the Board of the Company, not liable to retire by rotation, for second term of five consecutive years with effect from 1st December, 2022 till 30th November, 2027

RESOLVED FURTHER THAT any Director or Mr. Aakash Hange, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things including necessary filing with Ministry of Corporate Affairs which may be necessary for re-appointment of Mr. Arvind Mokashi (DIN: 09305967) as an Independent Director of the Company."

For and on behalf of the Board of Director
Credit Wise Capital Private Limited


Aakash Hange
(Company Secretary)


Place: Mumbai
Date: 26/09/2022



Notes:

1. The Ministry of Corporate Affairs has vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (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 Circulars, the AGM of the Company is being held through VC / OAVM.
2. The Explanatory Statement in pursuance to the provisions of Section 102 of the Companies Act, 2013, towards the Special Business proposed to be undertaken in the Annual General Meeting is attached to this Notice.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting of the Company.
4. Voting on each resolution will be done by show of hands by Members during the Meeting.
5. If a poll is demanded under Section 109 of the Act, the designated email id of the Company viz. **cs@creditwisecapital.com** will be used for voting purposes.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In accordance with, the General Circular No. 20/2020 Circular No. 02/2021 dated May 05, 2020 and January 13, 2021 respectively issued by MCA, the financial statements including Report of Board of Directors, Auditor's report or other documents required to be attached therewith and the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company. There will be no physical dispatch of the AGM Notice to the members.
8. 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 AGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
9. The members may be requested to attend the meeting through Video Conferencing,
<https://teams.live.com/meet/9529944373736>
10. Members are requested to attend the AGM through laptop/tablet and ensure a stable internet connection during the course of the meeting.
11. The Meeting via VC/OAVM allows participants to raise questions immediately. Members requiring specific queries on the financial statements may send their queries to the Company on email:



cs@creditwisecapital.com 1 day prior to the AGM to enable the Chairman to answer the said questions. The Board/Chairman shall answer the questions, at their discretion.

12. The facility to join the meeting shall be:

OPENED – 15 minutes before the scheduled time to start the meeting.

CLOSED – After expiry of 15 minutes after the start of the meeting.

13. The Meeting shall be locked within 15 minutes of the commencement of the meeting to prevent unauthorized entry and members entered prior to this time will be counted for attendance.

14. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning quorum as per Section 103 of the Companies Act, 2013.

15. For any technical assistance in respect of attending the AGM, the members may contact **Aakash Hange** on call: **9967703095** or on email: *cs@creditwisecapital.com* on the date of the AGM.

16. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send their requests to the Company at *cs@creditwisecapital.com*

17. If any member wishes to inspect any documents pursuant to the resolutions set out in this notice, may do so by sending the request at *cs@creditwisecapital.com*

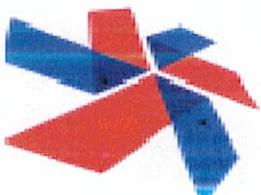
18. At least one Independent Director and the Auditor or his authorised representative, who is qualified to behalf of Auditor shall attend such meeting through Videoconference.

For and on behalf of the Board of Director
Credit Wise Capital Private Limited


Aakash Hange
(Company secretary)



Place: Mumbai
Date:26/09/2022



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

Item No-2

In accordance with Section 149(10) and (11) of the Companies Act, 2013 ('the Act'), an Independent Director shall hold office for a term up to five years on the Board of the Company, but shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such re-appointment in the Boards' Report.

Mr. Arvind Mokashi (DIN: 09305967) was appointed as an Independent Director of the Company with the approval of shareholders at the Annual General Meeting ('AGM') of the Company held on November 30, 2021, for a tenure of 1 year with effect from the said date.

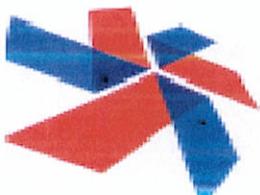
Based on his skills, experience, knowledge and performance evaluation and recommendation of the Board, the re-appointment of Mr. Arvind Mokashi (DIN: 09305967) as an Independent Director is proposed for a second term of five consecutive years with effect from 1st December, 2022 till 30th November, 2022.

The Company has received requisite consent/declarations for re-appointment of Mr. Arvind Mokashi (DIN: 09305967) as an Independent Director as required under the Act and rules made thereunder.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Arvind Mokashi as an Independent Director, the Board recommends the resolution set forth in Item No. 2 relating to the re-appointment of Mr. Arvind Mokashi as an Independent Director of the Company, who shall be not liable to retire by rotation, by way of Special Resolution.

A brief profile and other information as required under Secretarial Standard-2 issued by ICSI is provided as Annexure to this Notice.

Except Mr. Arvind Mokashi, no other director(s) and Key Managerial Personnel(s) or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.



Details of Directors seeking appointment / re-appointment as required under Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

Name of Director	Mr. Arvind Mokashi
Director Identification Number (DIN)	09305967
Date of Birth/ Age	25-06-1961/ 61 years
Date of first appointment	1 st November, 2021
Qualifications	He is commerce graduate (Hons) from Shivaji University and CAIIB from Indian Institute of Bankers.
Experience	Mr. Arvind Mokashi is superannuated after completing 40 years of unblemished & successful innning in the Largest PSB, SBI at different levels like Chief General Manager (Credit Review Department), as the Regional Head of Corporate Accounts Group Branch, as DGM (Sales Hub), AGM & Head (SME Credit) and Chief Manager (Engineering Credit). He has expertise in Corporate Credit, SME Credit, Resolution of Stressed Assets, overall Business Development Administration, handling Clients of Large Corporate, Mid-Corporate and SME portfolio. Currently he has been appointed as SBI nominee director in India Debt Resolution Company Limited.
Terms and conditions of appointment/ re-appointment	Appointed as an Independent Director not liable to retire by rotation
Details of remuneration last drawn (FY 21-22)	INR 5,00,000/-
No. of Board Meetings attended during the year (FY 2021-22)	13
Relationships between Directors and other KMPs inter-se	NA
No. of shares held in the Company: (a) Own (b) For other persons on a beneficial basis	NIL NIL
List of other Companies in which Directorship held as on 31.03.2022 (excluding foreign Companies)	1. India Debt Resolution Company Limited 2. Sarswat Co Operative bank Limited 3. Macleods Pharmaceuticals Ltd 4. Terracis Technologies Limited 5. Jain Irrigation Systems Limited
Chairperson/ Member of the Committees of the Board of the Companies on which he/ she is a Director as on 31.03.2022	NIL

