



# Quay Intech

World of Possibilities

## NOTICE

Notice is hereby given that the Extraordinary General Meeting of the Members of **Quay Intech Private Limited** will be held on Wednesday, March 10, 2021 at 11:00 AM at B-95, Wazirpur Industrial Area, Delhi 110052 to transact the following business:

### I. Special Business:

#### 1. To alter the Articles of Association of the Company

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

**“RESOLVED THAT** pursuant to the provisions of Section 5, 14 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), the consent of the shareholders of the Company, be and is hereby accorded for the alteration in the existing Articles of Association (the “AOA”) of the Company, in the following manner:

- i. Deletion of word ‘PART-A’ and ‘PART-B’;
- ii. Deletion of Article (1) to (5) of PART-B from the AOA of the Company.

**RESOLVED FURTHER THAT** any director of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution including filing of requisite e-forms with Registrar of Companies.”

By Order of the Board of Directors  
For Quay Intech Private Limited



Ankur Aggarwal  
Director  
(DIN: 00074325)

Address: A-88, Ashok vihar, Phase-1,  
Delhi-110052

Date: February 12, 2021  
Place: Delhi

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF THE PROXY IS ENCLOSED. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE MEETING.
2. The Explanatory Statement under Section 102 of the Companies Act, 2013, as amended, in respect of the special business is annexed herewith and forms part of the notice.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013, Article of Association of the Company and all other relevant documents referred in the accompanying Notice and in the Explanatory Statement can be inspected by the members of the Company at its Registered Office of the company on all working days (Monday to Friday) between 09:00 AM and 06:00 PM upto the date of Extra Ordinary General Meeting and will also be available for inspection at the meeting
5. 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.
6. A Route Map along with prominent landmark for easy location to reach the venue of Extra-Ordinary General Meeting is annexed to the notice.
7. Members/Proxies/Authorized Representatives are requested to bring the duly filled attendance slip enclosed herewith to attend the meeting.



## EXPLANATORY STATEMENT

### **Special Item No. 1**

The Members of the Company are apprised that pursuant to Shareholders Agreement (“SHA”) dated April 01, 2020, executed among the Company, Redson Retail and Reality Private Limited (“Investor Shareholder”) and Mr. Ashiq Mohammed, (the “Purchaser”), wherein the Purchaser was appointed as Managing Director of the Company and to safeguard the interest of Investor Shareholder in the Company it was agreed to amend the Article of Association (the “AOA”) of the Company by inserting Part-B.

The Purchaser and Investor Shareholder entered into an Addendum to Shareholders Agreement as on December 30, 2020, wherein the Purchaser agreed to sell his entire shareholding to the Investor Shareholder and step down from the office of Managing Director of the Company.

In present scenario Part-B of existing AOA has no relevance and the Board of Directors proposed the deletion of the same by amending the AOA by passing resolution in its meeting dated December 30, 2020.

Pursuant to provisions of Section 14 of Companies Act, 2013, amendment of Articles of Association requires approval of Shareholders by way of Special Resolution. Accordingly, this matter has been placed before the Shareholders for their approval.

A copy of existing as well as altered AOA of the Company as on date indicating the proposed alterations shall be placed at the meeting for inspection by the members and shall also available for inspection at Registered Office of the Company during normal working day upto the date of general meeting.

Mr. Ankur Aggarwal, Directors of the Company, being Members in Redson Retail and Reality Private Limited (Investor Shareholder), is hereby deemed as interested in the said resolution.

The Board recommends passing of the resolution(s) as set out under Item No. 1 for approval of the members as Special resolution.

**By Order of the Board of Directors  
For Quay Intech Private Limited**



A handwritten signature in blue ink, appearing to read "Ankur Aggarwal".

**Ankur Aggarwal  
Director**

**(DIN: 00074325)**

**Address: A-88, Ashok vihar, Phase-1,  
Delhi-110052**

**Date: February 12, 2021**

**Place: Delhi**

**ATTENDANCE SLIP**

**Name of the Company:** Quay Intech Private Limited

**Registered Office:** B-95, Wazirpur Industrial Area, Delhi 110052

**CIN:** U72200DL2017PTC319913; **Email:** investor@crystalcrop.com; **Telephone:** 011- 49007100

**Website:** www.quayintech.com

Extraordinary General Meeting of Members of Quay Intech Private Limited dated Wednesday, March 10, 2021

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**\*DP ID Client ID No. /Folio No:**

**No of Share(s) held.**

**Name of the Member/Proxy:**

**Address of the Member/Proxy:**

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I hereby record my/our presence at the Extraordinary General Meeting of the Company being held on Wednesday, March 10, 2021 at 11:00 AM at B-95, Wazirpur Industrial Area, Delhi 110052.

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Signature of First holder/Proxy/Authorised Representative

Signature of 1<sup>st</sup> Joint holder

Signature of 2<sup>nd</sup> Joint holder

\*Applicable for member holding shares in electronic form

*Note(s):*

- 1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.*
- 2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.*



**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of Companies (Management and Administration) Rules, 2014- Form No. MGT-11]

**QUAY INTECH PRIVATE LIMITED  
(CIN U72200DL2017PTC319913)**

**Email:** investor@crystalcrop.com; **Telephone:** 011-49007100; **Website:** www.quayintech.com

Extraordinary General Meeting- Wednesday, March 10, 2021 at 11:00 AM

Name of the member(s):	
Registered Address:	
Email Id:	
Folio No/ Client Id:	
DP ID:	

I/ We, being the member(s) of \_\_\_\_\_ shares of Quay Intech Private Limited, hereby appoint:

1) Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail id \_\_\_\_\_ Signature \_\_\_\_\_ or failing him/her;

2) Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail id \_\_\_\_\_ Signature \_\_\_\_\_ or failing him/her;

As my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Wednesday, March 10, 2021 at 11:00 AM at B-95, Wazirpur Industrial Area, Delhi 110052 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional*	
		For	Against
Special Business			
1.	To alter the Articles of Association of the Company		

Signed this .....day .....2021

Signature of Shareholder(s) \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_



**Notes:**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) \*It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box, if you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be

- entitled to vote in the manner as he/she thinks appropriate.
- (3) Please complete all details including details of member(s) in above box before submission.
  - (4) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extraordinary General Meeting.



**ROUTE MAP TO THE VENUE OF THE EXTRAORDINARY GENERAL MEETING**

**Venue: Quay Intech Private Limited**  
**B-95, Wazirpur Industrial Area, Delhi-110052**

