



**Sindhujamicrocredit**  
आपकी समृद्धि का साथी

**SINDHUJA MICROCREDIT PRIVATE LIMITED**

(Formerly known as Sindhujamicrocredit Pvt. Ltd.)

✉ info@sindhujamicrocredit.com

🌐 www.sindhujamicrocredit.com

CIN No : U65990UP2017PTC099006

☎ 0120- 6870 873

**NOTICE OF THE EXTRA ORDINARY GENERAL MEETING**

To,  
**Members, Directors, Auditor**  
**SINDHUJA MICROCREDIT PRIVATE LIMITED**

Notice is hereby given that an Extra Ordinary General Meeting of the members of Sindhujamicrocredit Private Limited is proposed to be conducted on **Tuesday, April 23, 2024 at 4.00 P.M.** at the registered office situated at office no. 601-607, 6th Fourth Floor, Tower A, Noida One, Plot No. 8, Block - B, Sector-62, District: Gautam Budh Nagar, Noida, Uttar Pradesh -201307 conducted through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in pursuant to the General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular No. 39/2020 dated December 31, 2020 (Collectively referred to as 'MCA Circulars') issued by the Ministry Of Corporate Affairs, Government of India and other relevant provisions of the Companies Act, 2013 and rules made thereunder and to transact business :

**SPECIAL BUSINESS**

The following resolutions are proposed to be passed at the Extra Ordinary General Meeting of the Company, as Ordinary/ Special Resolution as the case may be, in compliance with the provisions of the Companies Act, 2013.

**1. ADOPTION OF AMENDED AND RESTATED ARTICLES OF ASSOCIATION**

To consider and if thought fit to pass with or without modification, following resolution unanimously:  
**"RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments thereto or re-enactment thereof), read with General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, (Collectively referred to as 'MCA Circulars') issued by the Ministry of Corporate Affairs, Government of India and other relevant provisions of the Companies Act, 2013 and rules made thereunder, unanimous consent of the shareholders be and is hereby accorded to repeal and substitute the existing articles of association with the draft of the amended and restated articles of association of the Company ("Amended and Restated Articles"), a copy of which is tabled before the members and initialled by the

For SINDHUJA MICROCREDIT PVT. LTD.

*Abhishek Kumar*

Managing Director

Registered & Corporate Office :

Office No. 601 - 607, 6th Floor, Tower A, Noida One, Plot No. 8, Block-B  
Sector- 62, Noida, Dist :- Gautam Budh Nagar, U. P. - 201307





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Chairman for the purpose of identification, incorporating the terms of the Shareholders' Agreement executed on March 11, 2024 executed by and amongst the Company, Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala (as promoters of the Company), Carpediem Capital Partners Fund I, Carpediem Capital Partners Fund II, Abler Nordic Fund IV KS, Huruma Fund S.C.A., SICAR-EuSEF, Oikocredit Ecumenical Development Cooperative Society U.A., and all other existing shareholders of the Company.

**RESOLVED FURTHER THAT** Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala, Directors of the Company and Mr. Pankaj Kumar Sinha, Company Secretary of the Company be and are hereby severally authorised to: (a) sign and file all necessary forms and other necessary documents as may be required by the statutory authorities, including the Registrar of Companies; (b) do all such acts and deeds that may be required for the purpose of adopting the Amended and Restated Articles; and (c) authorise such person or persons to give effect to the above resolutions and to liaise with concerned authorities with regard to the same."

**2. TO TAKE NOTE OF "SHARE SUBSCRIPTION AGREEMENT" AND "SHAREHOLDERS' AGREEMENT EXECUTED ON MARCH 11, 2024**

To consider and if thought fit to pass with or without modification, following resolution unanimously:

**"RESOLVED THAT** the Share Subscription Agreement dated 11<sup>th</sup> March, 2024 executed by and amongst the Company, Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala (as promoters of the Company), Huruma Fund S.C.A., SICAR-EuSEF & Oikocredit Ecumenical Development Cooperative Society U.A. and the Shareholders' Agreement, dated 11<sup>th</sup> March, 2024 executed by and amongst the Company, Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala (as promoters of the Company), Carpediem Capital Partners Fund I, Carpediem Capital Partners Fund II, Abler Nordic Fund IV KS, Huruma Fund S.C.A., SICAR-EuSEF, Oikocredit Ecumenical Development Cooperative Society U.A., and all other existing shareholders of the Company are laid down before the shareholders and initialled by the Chairperson for the purpose of identification, be and are hereby taken on record by the shareholders of the Company."

For SINDHUJA MICROCREDIT PVT. LTD.

*Abhisheka Kumar*

Managing Director



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Members are kindly requested to make it convenient to attend the meeting.

By order of the Board

For Sindhujja Microcredit Private Limited

For SINDHUJA MICROCREDIT PVT. LTD.

*Abhisheka Kumar*

Managing Director

**ABHISHEKA KUMAR**  
**MANAGING DIRECTOR**  
**DIN: 02972579**

**Address: 3A/133, G C Grand, Vaibhav Khand,**  
**Indirapuram, Ghaziabad, UP**

Date: March 27, 2024

Place: Noida

Registered & Corporate Office :

Office No. 601 - 607, 6th Floor, Tower A, Noida One, Plot No. 8, Block-B  
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**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA-ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS EGM IS BEING HELD PURSUANT TO THE MCA CIRCULAR THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTING PROXY BY THE MEMBERS WILL NOT BE AVAILABLE AT THE EGM AND HENCE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.
2. A copy of articles of association of the company together with proposed alteration shall be open for inspection by the members between 10 am to 12 noon on any working day at the registered office of the company and will also be available at the meeting.
3. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent to the company on secretarial@sindhujamicrocredit.com.
4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send the Company a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Pursuant to the Ministry's General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular no. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular No. 39/2020 dated December 31, 2020(collectively referred to as 'MCA Circulars') the EGM of the Company is being conducted through VC/OAVM hereinafter called as "e-EGM". The deemed venue for the EGM shall be the Registered Office of the Company.
6. The Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013 for the special business set out in the notice has been enclosed here after.
7. Members will be provided the facility to participate in the meeting through VC/OAVM through the system of Zoom app.

For SINDHUJA MICROCREDIT PVT. LTD.

*Ashish Kumar*

Managing Director



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### Zoom Link for attending Extra- Ordinary General Meeting:

Company Secretary is inviting you to a scheduled Zoom meeting.

Topic: Sindhujā: Extra- Ordinary General Meeting- April 23, 2024

Time: Apr 23, 2024 04:00 PM India

Join Zoom Meeting

<https://us06web.zoom.us/j/89505697253?pwd=S9aYNV0HjiOXgm1pJsfVxXCsyk1RQ.1>

Meeting ID: 895 0569 7253

Passcode: 612579

8. In terms of section 101 and 136 of the Act, read together with the rules made thereunder and in compliance with MCA Circulars Notice of the e-EGM is being sent only through electronic mode to those Members whose email address are registered with the company.
9. To receive communications through electronic means, including Notice, members are requested to kindly register / update their email address with [secretarial@sindhujamicrocredit.com](mailto:secretarial@sindhujamicrocredit.com)
10. Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
11. Facility of joining the EGM through VC/OAVM shall open 15 minutes before the time scheduled for the EGM and shall be kept open throughout the proceedings of the EGM.
12. Members attending the EGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
13. This meeting shall be held as per the circular/ notification issued by the MCA for conducting the general meeting and trans- acting business thereat. Mode of participating in the meeting shall be through audio visual means (through zoom app). For the purposes of voting, the designated email id of the company where the votes may be conveyed shall be [secretarial@sindhujamicrocredit.com](mailto:secretarial@sindhujamicrocredit.com). In the event, less than 50 (fifty) members attend the proposed general meeting, then the voting shall be conducted by show of hands.

For SINDHUJA MICROCREDIT PVT. LTD.

*Ashishika Jena*

Managing Director



14. Instructions for joining the e-EGM are as follows:

- i. Members will be able to attend the e-EGM through VC/OVAM provided by the Company.
- ii. Members are encouraged to join the meeting through laptops with Google chrome for better experience.
- iii. While all efforts would be made to make the VC/OVAM meeting smooth, participants connecting through mobile de- vices, tablets, laptops etc. may at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- iv. Members who need technical assistance before or during the e-EGM can contact Mr. Pankaj Sinha (Contact no.: 6204381656)

For SINDHUJA MICROCREDIT PVT. LTD.

*Abhishek Kumar*

Managing Director







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**EXPLANATORY STATEMENT**

(u/s 102 of the Companies Act, 2013)

**Item No. 1- Adoption of Amended and Restated Articles of Association**

In terms of the Shareholders' Agreement ("SHA") executed on March 11, 2024 executed by and amongst the Company, Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala (as promoters of the Company), Carpediem Capital Partners Fund I, Carpediem Capital Partners Fund II, Abler Nordic Fund IV KS, Huruma Fund S.C.A., SICAR-EuSEF, Oikocredit Ecumenical Development Cooperative Society U.A., and all other existing shareholders of the Company, the Company is required to adopt the amended and restated articles of association which incorporate the provisions of the SHA.

Pursuant to the provisions of Section 14 of the Companies Act, 2013 the proposed amendment of the articles of association of the Company requires the unanimous approval of the shareholders of the Company.

A copy of Articles of Association is open for inspection by members on any working day during 11.00 A.M. to 1.00 P.M. up to the date of ensuing extra-ordinary general meeting at the corporate office of the Company and also available on company's website www.sindhujamicrocredit.com.

None of the Directors, or any other key managerial personnel and relatives of the said persons are interested (financially or otherwise) or concerned in the said resolutions.

The Board recommends the resolution proposed at item no. 1 to be passed unanimously.

For SINDHUJA MICROCREDIT PVT. LTD.

*Abhisheka Kumar*

Managing Director

Registered & Corporate Office :

Office No. 601 - 607, 6th Floor, Tower A, Noida One, Plot No. 8, Block-B  
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**Item No 2: To take note of the Share Subscription Agreement and the Shareholders' Agreement**

The members are hereby informed to take note of the Share Subscription Agreement dated 11<sup>th</sup> March, 2024 executed by and amongst the Company, Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala (as promoters of the Company), Huruma Fund S.C.A., SICAR-EuSEF & Oikocredit Ecumenical Development Cooperative Society U.A. and the Shareholders' Agreement, dated 11<sup>th</sup> March, 2024 executed by and amongst the Company, Mr. Abhisheka Kumar and Mr. Malkit Singh Didyala (as promoters of the Company), Carpediem Capital Partners Fund I, Carpediem Capital Partners Fund II, Abler Nordic Fund IV KS, Huruma Fund S.C.A., SICAR-EuSEF, Oikocredit Ecumenical Development Cooperative Society U.A., and all other existing shareholders of the Company, the copies of which are laid down before the members and initialled by the Chairperson for the purpose of identification.

None of the Directors, or any other key managerial personnel and relatives of the said persons are interested (financially or otherwise) or concerned in the said resolutions.

The Board recommends the resolution proposed at item no. 2 to be passed unanimously. Members are kindly requested to consider the resolution.

**For Sindhujā Microcredit Private Limited**

**For SINDHUJA MICROCREDIT PVT. LTD.**

*Abhisheka Kumar*

**Managing Director**

**ABHISHEKA KUMAR**

**MANAGING DIRECTOR**

**DIN: 02972579**

**Address: 3A/133, G C Grand, Vaibhav Khand,  
Indirapuram, Ghaziabad, UP**

Date: March 27, 2024

Place: Noida

**Registered & Corporate Office :**

**Office No. 601 - 607, 6th Floor, Tower A, Noida One, Plot No. 8, Block-B  
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