

NOTICE

Dear Sir/Madam,

Notice is hereby given that the Seventh Annual General Meeting of M/s. Veritas Finance Private Limited (“Company”) is scheduled to be held at the registered office of the Company i.e., SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600032 on Friday, 27<sup>th</sup> May 2022 at 10:00 A.M.

The agenda items for the meeting and the explanatory statement for the agenda items are given below in detail.

The meeting is scheduled to transact the following business:

**ORDINARY BUSINESS:**

**1) ADOPTION OF AUDITED ACCOUNTS TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS’ THEREON:**

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

“**RESOLVED THAT** the audited financial statements including statement of Profit and Loss Account, Balance Sheet of the Company as on March 31, 2022 along with the Notes thereon, Schedules thereto, Cash Flow Statements, Directors’ Report and the Auditors’ Report as on that date be and are hereby approved and adopted”.

**2) RE- APPOINTMENT OF STATUTORY AUDITORS**

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

“**RESOLVED THAT**, in accordance with the provisions of Sections 139 and 142 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable laws, rules, directions issued by any other regulatory authorities, if any, M/s. Sundaram and Srinivasan, Chartered Accountants, (Firm’s Registration No. 004207S), be and are hereby appointed as the Statutory Auditors of the Company from the conclusion of this seventh Annual General Meeting to hold such office for a period of two years till the conclusion of the ninth Annual General Meeting, as required under extant RBI regulations as applicable from time to time.

RESOLVED FURTHER THAT approval be and is hereby accorded for payment of such statutory audit fees/remuneration plus GST as applicable and reimbursement of out-of-pocket expenses in connection with the audit as the Board of Directors may fix in this behalf for financial year 2022-23 and financial year 2023-24 and the Board of Directors of the Company be and are hereby authorised to pay such statutory audit fees/remuneration as recommended by the Audit Committee and as they may deem fit for the remaining tenure of their appointment.”

By Order of the Board of Directors  
For VERITAS FINANCE PRIVATE LIMITED

V.A

Ms. V. Aruna  
Company Secretary & Compliance Officer

Place: Chennai  
Date: May 05, 2022

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy and proxy need not be a member. The proxies should be lodged with the Company not later than 48 hours before the time fixed for the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.
3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed and forms part of this notice.
4. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the meeting is enclosed.
5. Attendance Slip is attached to this notice. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips to the Meeting. Alternatively, they may sign the attendance register maintained for this purpose at the Meeting.
6. Members who have not registered their e-mail addresses are requested to register their e-mail address for receiving all communication including annual report, notices, circulars, etc. from the Company electronically.

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

**Item No. 2: RE- APPOINTMENT OF STATUTORY AUDITORS**

M/s. B S R & Co. LLP, Chartered Accountants, pursuant to applicable provisions of the Companies Act, 2013 and the RBI regulations, M/s. Sundaram and Srinivasan, Chartered Accountants (Firm Registration Number: 004207S) was appointed as the Statutory Auditors of the Company with effect from August 05, 2021, for FY 2021-22, to fill the casual vacancy caused by the resignation of M/s. B S R & Co. LLP, who shall hold the office of Statutory Auditors of the Company until the conclusion of the ensuing Annual General Meeting.

Pursuant to the Circular on Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated April 27, 2021, and thereafter the FAQs on June 11, 2021, an audit firm can be appointed for a tenure of three years.

On the recommendation of the Audit Committee ('the Committee') in their meeting held on April 28, 2022, the Board of Directors of the Company ('the Board') in their meeting held on April 28, 2022, has recommended for the approval of the Members, the reappointment of M/s. Sundaram and Srinivasan, Chartered Accountants, (Firm's Registration No. 004207S) as Statutory Auditors of the Company from the date of conclusion of seventh AGM of the company till the date of conclusion of the ninth AGM of the company to be held in the year 2024 as required under extant RBI regulations as applicable from time to time.

The Company has received consent from M/s. Sundaram and Srinivasan, Chartered Accountants under Sections 139 and 141 of the Companies Act, 2013 confirming their eligibility to be reappointed as Statutory Auditors of the Company.

Accordingly, members are requested to consider the same and accord their approval towards appointment of M/s. Sundaram and Srinivasan, Chartered Accountants as Statutory Auditors of the Company for a term of two years.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 2 of the Notice.

**VERITAS FINANCE PRIVATE LIMITED**

CIN: U65923TN2015PTC100328

Registered Office: SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35,

CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600032

Telephone: 044 4615 0011, E-mail: corporate@veritasfin.in

**Form No. MGT-11**

**Proxy Form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the  
Companies (Management and Administration) Rules, 2014]

Name of the Member	
Registered address	
Email Id	
Client Id & DP. Id	

I/We, being the member(s) of shares of Veritas Finance Private Limited, hereby appoint:

Name	
Address	
Email Id	
Signature	

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the company, to be held at the registered office of the Company on Friday, the May 27, 2022, at 10:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
1.	Adoption of Audited Accounts Together with the reports of the Board of Directors and the Auditors' thereon.
2.	Re-Appointment of Statutory Auditors

Signed this \_\_\_\_ day of \_\_\_\_\_ 2022.

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder \_\_\_\_\_

Affix Revenue Stamp
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**Note:** 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.

**ATTENDANCE SLIP**

**(PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL)**

I hereby record my presence at the Seventh Annual General Meeting of the Company, Veritas Finance Private Limited, being held on Friday, May 27, 2022, at 10:00 A.M. at SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600032.

**Regd. Folio No:**

**DP ID / Client ID:**

**Full Name of the Shareholder in Block Letters:**

**No. of Shares held:**

**Name of the representative or proxy (if any) in Block Letters:**

\_\_\_\_\_  
Signature of the Shareholder/Proxy/Representative\*

**Note:**

1. Please fill this attendance slip and hand it over at the venue of the meeting.
2. Authorized Representatives of Corporate members shall produce proper authorization issued in their favor.
3. Photocopied/torn attendance slip will not be accepted.
4. This attendance slip is valid only in case shares are held as on the date of this General Meeting.

**Route Map for the venue of Annual General Meeting**

