



NOTICE OF THE ANNUAL GENERAL MEETING

SHORTER NOTICE is hereby given that the Seventh Annual General Meeting of **Balancehero India Private Limited** will be held at the registered office of the Company situated at Huda City Centre Metro Station 5th Floor, Sector - 29 Gurgaon HR 122001 on Thursday, 27th July 2023 at 11:30 a.m. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the reports of The Board of Directors and the Auditors thereon.
- b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2023 together with the Report of the Auditors thereon.

2. Re-appointment of the Statutory Auditors

To consider and, if thought fit, to pass the following Resolution with or without modifications as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s Dewan P. N. Chopra & Co., Chartered Accountants, New Delhi (Firm Registration No. 000472N) be and is hereby appointed as Statutory Auditors of the company for the period of five years i.e. to hold office from the conclusion of 07th Annual General Meeting till the conclusion of the 12th Annual General Meeting of the company and who have confirmed their eligibility to be appointed as statutory auditors in terms of the provisions of Section 141 of the Act read with relevant rules and have offered themselves for appointment at a remuneration as may be fixed by the Board of Directors in consultation with them.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be required or considered necessary or incidental thereto including but not limited to filing necessary E Forms with Registrar of Companies or intimation to regulatory bodies, if any required in regard to the same.”



SPECIAL BUSINESS:

3. To regularize the appointment of Mr. Gaurav Sharma as the Director of the Company

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

“RESOLVED THAT subject to the approval of shareholders in Annual General Meeting (AGM), Mr. Gaurav Sharma (DIN: 07929731) who was appointed as an Additional Director with effect from January 23, 2023 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this AGM be and is hereby appointed as a Director of the company.

RESOLVED FURTHER THAT any Director or Company Secretary of the company be and are hereby severally authorized to file the necessary e-Forms with the Registrar of Companies and are also further authorised to do all acts as may be necessary to give effect to the resolution.”

By Order of the Board of Directors

Reeva Kalra
Company Secretary
(Membership No. ACS 41983)



Date: July 24, 2023

Place: Gurugram



NOTES:

1. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy/ proxies to attend and vote instead of himself/herself. Such a proxy/ proxies need not be a member of the company. Instrument appointing the proxy is annexed herewith as **Annexure-I**.
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. Only Registered Members of the Company or any proxy appointed by such Registered Member may attend and vote at the Annual General Meeting as provided under the provisions of the Companies Act, 2013.
5. Voting on Resolution: If any resolution at the meeting is put to vote on a poll each equity shareholder shall be entitled to one vote for every equity share held.
6. Members/ Proxies are requested to bring the attendance slips duly filled to attend the Meeting. Attendance slip is annexed herewith as **Annexure -II**.
7. All documents referred to in this Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 6.00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.
8. Since the meeting is called at the registered office of the Company, which is known to Members, Directors, Auditors etc. Hence, no route map has been provided.



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

ITEM NO. 2

Mr. Gaurav Sharma (DIN: 07929731) was appointed as an Additional Director of the Company with effect from January 23, 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mr. Gaurav Sharma is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Mr. Gaurav Sharma is MBA graduate from the Indian School of Business and Media and Global fellow of Talent Management from The Wharton School. He has over 22+ years of work experience in HR and HR Functions. In his career span he was associated with Gionee India, Network 18, Sahara India, Ranbaxy, BOSCH India, and Hero Motocorp Ltd. Mr. Sharma is not holding any Equity Shares in the Company and he is acting as Director and shareholder in M/s Whizkon Innovations Private Limited.

The Board is of the view that the appointment of Mr. Gaurav Sharma as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 3 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Gaurav Sharma himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

By Order of the Board of Directors

Reeva Kalra
Company Secretary
(Membership No. ACS 41983)



Date: July 24, 2023

Place: Gurugram



ANNEXURE-I

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]

CIN: U74999HR2016FTC063837

Name of the Company: Balancehero India Private Limited

Registered Office: Huda City Centre Metro Station 5th Floor, Sector - 29 Gurgaon HR 122001

Name of the Member (s):	
Registered address:	
E-Mail Id:	
Folio No/Client Id:	DP ID: NA

I/We, being the member (s) of ____ equity shares of the above named company, hereby appoint

1.Name: Mr.	2.Name: Mr.
Address:	Address:
E-mail Id:	E-mail Id:
Signature:.....or failing him.	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 on Thursday, 27th July 2023 at 11:30 a.m. at the registered office of the company situated at Huda City Centre Metro Station 5th Floor, Sector - 29 Gurgaon HR 122001 and at any adjournment thereof in respect of resolution indicated below.

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon.
 - b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2023 together with the Report of the Auditors thereon.
2. Re-appointment of Statutory Auditors.



SPECIAL BUSINESS:

3. To regularize the appointment of Mr. Gaurav Sharma as the Director of the Company.

Signed this.....day of.....2023.

Signature of shareholder :.....

Signature of Proxy holder(s):.....

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.

Affix	Revenue
Stamp	



ANNEXURE-II

ATTENDANCE SLIP

Seventh Annual General Meeting of Balancehero India Pvt. Ltd.

Reg. Folio: 01

No. of Shares Held: 215,454,375

Full Name of Shareholder - Balancehero Co. Ltd.

Full Name of Shareholder/Proxy/ Authorised Representative:

I hereby record my presence at the Sixth Annual General Meeting of the company, to be held on Thursday, 27th July 2023 at 11:30 a.m. at the registered office of the company situated at Huda City Centre Metro Station 5th Floor, Sector - 29 Gurgaon HR 122001.

Signature of Shareholder/ Proxy/ Authorised Representative:

Note: Please fill in this attendance slip and hand it over at the venue.

* Strike out whichever is not applicable.



ATTENDANCE SLIP
Seventh Annual General Meeting of Balancehero India Pvt. Ltd.

Reg. Folio: 02

No .of Shares Held: 01

Full Name of Shareholder – Cheolwon Lee

Full Name of Shareholder/Proxy/ Authorised Representative:

I hereby record my presence at the Seventh Annual General Meeting of the company, to be held on Thursday, 27th July 2023 at 11:30 a.m. at the registered office of the company situated at Huda City Centre Metro Station 5th Floor, Sector - 29 Gurgaon HR 122001.

Signature of Shareholder/ Proxy/ Authorised Representative:

Note: Please fill in this attendance slip and hand it over at the venue.

* Strike out whichever is not applicable.