

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

NOTICE OF 20th EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the 20th Extra-ordinary General Meeting of the members of Krisumi Corporation India Private Limited is scheduled to be held at on Tuesday, the 28th day of July, 2020 at 01:00 P.M at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurugram – 122001, Haryana, India at a shorter Notice to consider and transact the following business as under:

SPECIAL BUSINESS:

1. Approval for 4th amendment of the lease deed entered by the Company with Velvet Infrastructure Private Limited

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 188 of the Companies Act 2013 (the “Act”) or rules made thereunder or any other applicable provisions of the Act, including any statutory modification or re-enactment thereof, consent of the members of the Company be and is hereby accorded to further amend the lease deed dated 06.06.2016 for extending the lease tenure by further 11 (eleven) months w.e.f. 03.02.2020.

RESOLVED FURTHER THAT the directors of the Company be and is hereby severally authorized to negotiate, finalize and execute the Fourth Amendment of the Lease Deed and all related documents for and on behalf of the Company to be executed with Velvet Infrastructure Private Limited and do all such acts, matters, deeds and things and to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the above said resolution.”

**For and on behalf of the Board of Directors of
Krisumi Corporation Private Limited**

**Jairaj Vikas Verma
Company Secretary**

Date: 28.07.2020

Place: Gurugram

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

NOTES:

- (a) Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority letter, as applicable
- (b) Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorising their representative(s) to attend and vote on their behalf at the Meeting.
- (c) The Notice of Extra Ordinary General Meeting along with the Attendance Slip and Proxy Form, are attached with the notice
- (d) Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hour.
- (e) The route map is annexed hereto.

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

EXPLANATORY STATEMENT **UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

Special Business:

Item No. 1:

A lease deed dated 06.06.2016 was executed between the Company and M/s Velvet Infrastructure Private Limited for taking on lease registered office of the Company situated at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana- 122001, which was further amended on time to time.

The existing tenure of the said lease has expired on 03.02.2020, therefore it is required to further amend the lease deed for extending the lease tenure by 11 months.

Since M/s. Velvet Infrastructure Private Limited is a related party of the Company and the amount involved in the said proposed transaction is exceeding the threshold limits as defined under sub rule 3 of rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, prior approval of members of the Company by way of passing Ordinary Resolution is required.

The necessary disclosures as required under Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 are mentioned hereunder:

S. No.	Particulars	Remarks
1	Name of the related party	M/s. Velvet Infrastructure Private Limited.
2	Name of the director or key managerial personnel who is related, if any	Mr. Ashok Kapur and Mr. Sunandan Kapur
3	Nature of Relationship	Mrs. Arti Kapur, wife of Mr. Ashok Kapur and mother of Mr. Sunandan Kapur, Directors of the Company, is a shareholder in Velvet Infrastructure Private Limited.
4	Nature, material terms, monetary value and particulars of contract or arrangement	As per the Lease Deed
5	Any other information relevant or important for the members to take decision on the proposed resolution	None

In view of the above, the board of directors of the Company recommends the passing of the resolution set out at Item No. 1 as an **Ordinary Resolution**.

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

**For and on behalf of the Board of Directors of
Krisumi Corporation Private Limited**

**Jairaj Vikas Verma
Company Secretary**

Date: 28.07.2020

Place: Gurugram

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

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: U70200HR2012PTC064545

Name of the Company: Kriusmi Corporation Private Limited

Registered Office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana-122001, India

Name of the Member(s):

Registered address:

E-mail Id:

Folio No:

I/We, being the Member(s) of _____Equity Shares of the above named Company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Extra-Ordinary General Meeting of the Company, to be held on Tuesday, the 28th day of July, 2020 at 01:00 P.M at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurugram - 122001, Haryana and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No. 1:

Signed this ___ day of July, 2020.

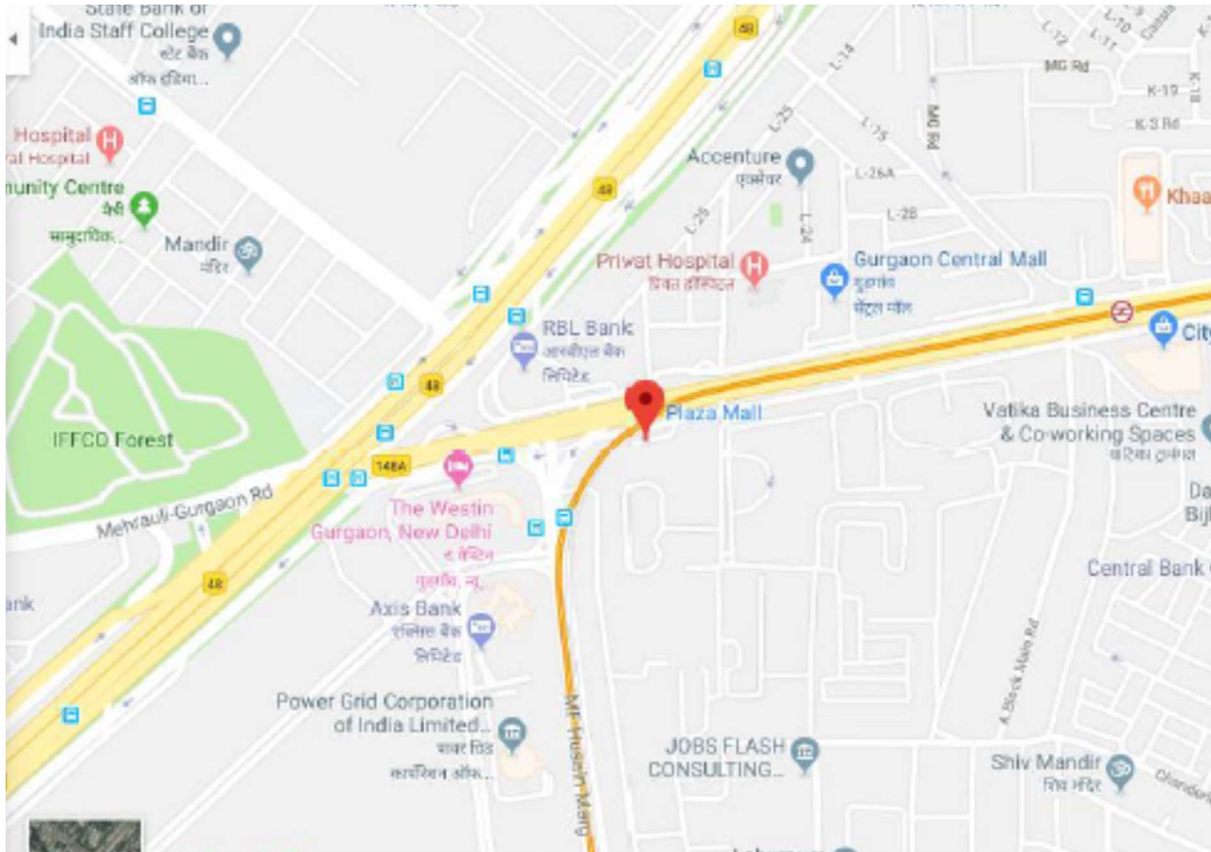
Signature of shareholder(s)

Signature of Proxy holder(s)

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

ROUTE MAP



Regd. office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon, Haryana - 122001
Corporate office: 461-462, Udyog Vihar, Phase -III, Gurgaon, Haryana -122016
E-mail-ID:-info@krisumi.com, Telephone No.- 0124-4776600
Website: www.krisumi.com

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

NOTICE OF 21st EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the 21st Extra-ordinary General Meeting of the members of Krisumi Corporation Private Limited is scheduled to be held on Friday, the 30th day of October 2020 at 01:00 P.M. at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana, India at a shorter Notice to consider and transact the following business as under:

SPECIAL BUSINESS:

- 1. To approve the alteration of the existing articles of association of the Company to incorporate the new terms of Series A Compulsorily Convertible Preference Shares (“Series A CCPS”),**

To consider and if thought fit to pass with or without modification the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, the draft altered articles of association of the Company, a copy of which tabled before the meeting and initialled by the Chairman for the purposes of identification (annexed herein as **Annexure-A**), be and is hereby approved in supersession of the current articles of association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the abovementioned resolution, any of the directors of the Company, or Company Secretary be and is hereby severally authorized, on behalf of the Company, to do all acts, deeds, matters and things as may be deemed necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return with the Registrar of Companies and removing any difficulties arising in relation thereto.”

- 2. To enter into a lease deed with Mr. Mohit Jain for “Ground Floor, 461-462, Udyog Vihar, Phase-III, Gurugram-122016, Haryana”**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 188 of the Companies Act 2013 (the “Act”) or rules made thereunder or any other applicable provisions of the Act, including any statutory modification or re-enactment thereof, consent of the members be and is hereby accorded to take on lease “Ground Floor, 461-462, Udyog Vihar, Phase-III, Gurugram-122016, Haryana” from Mr. Mohit Jain, proprietor of RNR International, for the use of the Company on the terms and conditions as approved by the Board.

KRISUMI CORPORATION PRIVATE LIMITED

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RESOLVED FURTHER THAT the directors of the Company and Mr. Akash Khurana, Authorized Signatory, be and are hereby severally authorized to negotiate, finalize and execute the said Lease Deed and all related documents for and on behalf of the Company and do all such acts, matters, deeds and things and to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the above said resolution."

**For and on behalf of the Board of Directors of
Krisumi Corporation Private Limited**

**Jairaj Vikas Verma
Company Secretary**

Date: 30.10.2020

Place: Gurugram

NOTES:

- (a) Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority letter, as applicable
- (b) Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- (c) The Notice of Extra Ordinary General Meeting along with the Attendance Slip and Proxy Form, are attached with the notice
- (d) Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hour.
- (e) The route map is annexed hereto.

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Special Business:

Resolution at Item No. 1:

The members are informed that the Company had issued and allotted 33,12,00,000 Series A Compulsorily Convertible Preference Shares ("Series A CCPS") of Rs. 10/- each to Sumitomo Corporation, Japan ("Sumitomo") on certain terms and conditions attached thereto.

In the best interest of the Company and shareholders, the Board has approved the amendment in the said terms of Series A CCPS by substituting the provision on "Conversion" in the terms of issuance with the following:

"3. Conversion

Subject to the adjustments set out in the Articles, each Series A CCPS shall convert into such number of Class A Equity Shares arrived at by dividing the price at which such Series A CCPS is issued by the fair value of each Class A Equity Share mentioned in the valuation report obtained from the registered valuer at the time of issuance of such Series A CCPS"

In order to incorporate the said new terms into the existing articles of association of the Company ("**Articles**"), the Articles are required to be amended and such amended Articles are required to be adopted in substitution of the existing Articles.

The provisions of the Companies Act, 2013 (including any statutory modifications(s) or re-enactment thereof, for the time being in force) require the Company to seek the approval of its members for alteration of its Articles by way of a special resolution.

None of the directors/ key managerial personnel of the Company and/ or their respective relatives are, directly or indirectly, interested in the proposed resolution.

In view of the above, the board of directors of the Company recommends the passing of the resolutions set out at Item No. 1 as a **Special Resolution**.

Resolution at Item No. 2:

The members are informed that the Company intends to take on lease "Ground Floor, 461-462, Udyog Vihar, Phase-III, Gurugram-122016, Haryana" from Mr. Mohit Jain, proprietor of RNR International, for the use of the Company.

Since Mr. Mohit Jain is a related party of the Company, approval from the Board has already sought. Further, the amount involved in the said proposed transaction is exceeding the threshold limits as defined under sub rule 3 of rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014. Thus, prior approval of members of the Company by way of passing Ordinary Resolution is also required.

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The necessary disclosures as required under Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 is mentioned hereunder:

S. No.	Particulars	Remarks
1	Name of related party and nature of relationship	Mr. Mohit Jain. Mrs. Shreya Jain, who is a wife of Mr. Mohit Jain is a daughter of Mr. Ashok Kapur, Director and Shareholder of the Company. Mr. Sunandan Kapur, director of the Company, is a brother of Mrs. Shreya Jain.
2	The nature, duration of the contract and particulars of contract or arrangement	As per the Lease Deed
3	The material terms of the contract or arrangement including the value, if any	As per the Lease Deed
4	Any advance paid or received for the contract or arrangement, if any	None
5	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The price has been decided mutually by both the parties
6	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	Yes
7	Any other information relevant or important for the Board to take decision on the proposed transaction	None

In view of the above, the board of directors of the Company recommends the passing of the resolution set out at Item No. 2 as an **Ordinary Resolution**.

**For and on behalf of the Board of Directors of
Krisumi Corporation Private Limited**

Jairaj Vikas Verma
Company Secretary

Date: 30.10.2020

Place: Gurugram

KRISUMI CORPORATION PRIVATE LIMITED

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Annexure A

[Draft of the amended AOA attached separately]

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ATTENDANCE SLIP

21st Extra-Ordinary General Meeting: Friday, the 30th day of October 2020 at 01:00 P.M. at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana.

Regd. Folio No.:

No. of shares held:

I certify that I am registered shareholder of the Company and hereby record my presence at the 21th Extra-Ordinary General Meeting of the Company on Friday, the 30th day of October 2020 at 01:00 P.M. at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana.

Member's/Proxy's name in Block Letters:

Name of the Authorized Representative:

Member's/ Authorized Representative's/Proxy's Signature:

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

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: U70200HR2012PTC064545

Name of the Company: Krisumi Corporation Private Limited

Registered Office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana-122001

Name of the Member(s):

Registered address:

E-mail Id:

Folio No:

I/We, being the Member(s) of _____ Equity Shares of the above named Company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Friday, the 30th day of October 2020 at 01:00 P.M. at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana, and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No. 1:

Signed this.....day of October, 2020.

Signature of shareholder(s)

Signature of Proxy holder(s)

Resolution No. 2:

Signed this.....day of October, 2020.

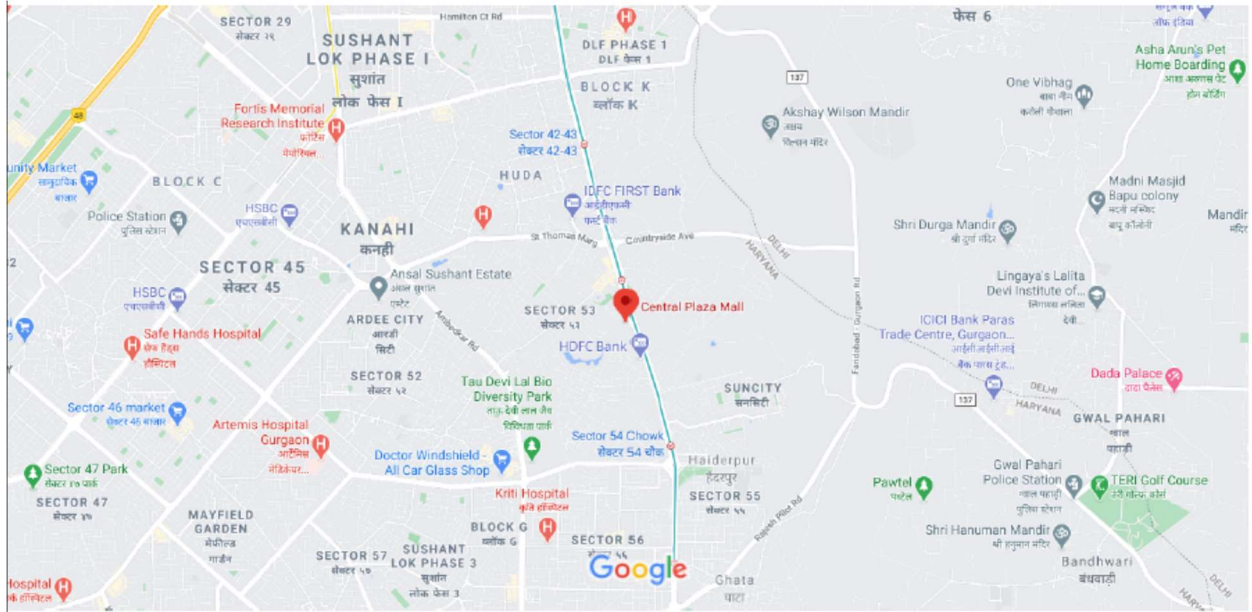
Signature of shareholder(s)

Signature of Proxy holder(s)

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

ROUTE MAP



Regd. office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon, Haryana- 122001
Corporate office: 461-462, Udyog Vihar, Phase –III, Gurgaon, Haryana -122016
E-mail-ID: info@krisumi.com, Telephone No.- 0124-4776600, Website: www.krisumi.com

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(CIN- U70200HR2012PTC064545)

NOTICE OF 22ND EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the 22ND Extra-ordinary General Meeting of the members of Krisumi Corporation Private Limited is scheduled to be held on Wednesday, the 31st day of March 2021 at 11:30 A.M at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana, India at a shorter notice to consider and transact the following business as under:

SPECIAL BUSINESS:

1. Conversion of Series A CCDs into Class A equity shares before maturity

To consider and if thought fit to pass, with or without modification(s), the following resolutions as a **Special Resolution:**

(i) To approve the conversion of all issued Series A Compulsorily Convertible Debentures (CCDs) held by Sumitomo Corporation into Class A equity shares before maturity

“**RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and the rules framed thereunder, the Foreign Exchange Management Act, 1999, the notifications issued by the Reserve Bank of India, all other relevant statutes, laws and regulations for the time being in force and the articles of association of the Company, consent of the members be and is hereby accorded to convert 26,00,000 Series A Compulsorily Convertible Debentures (“CCDs”) into 2,60,00,000 Class A equity share of face value of INR 10/- each, with each of such Class A equity shares allotted upon conversion ranking pari passu with the existing Class A equity shares.

RESOLVED FURTHER THAT any of the directors of the Company or Mr. Akash Khurana, be and are hereby severally authorized on behalf of the Company to take all actions and do all such deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable, incidental or expedient for conversion of the CCDs into Class A equity shares and to take all such steps and to do all such things as may be required to comply with applicable laws and give all such directions as the Board may consider necessary, expedient or desirable, including filing necessary forms with the concerned authorities and removing any difficulties arising in relation to the abovementioned resolution.”

(ii) To approve the conversion of all issued Series A Compulsorily Convertible Debentures (CCDs) held by RD Propcon Private Limited into Class A equity shares before maturity

“**RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and rules framed thereunder, and all other relevant statutes, laws and regulations for the time being in force and the articles of association of the Company, consent of the members be and is hereby accorded to convert 26,00,000 Series A Compulsorily Convertible Debentures (“CCDs”) into 2,60,00,000 Class A equity

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share of face value of INR 10/- each, with each of such Class A equity shares allotted upon conversion ranking pari passu with the existing Class A equity shares.

RESOLVED FURTHER THAT any of the directors of the Company or Mr. Akash Khurana, be and are hereby severally authorized on behalf of the Company to take all actions and do all such deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable, incidental or expedient for conversion of the CCDs into Class A equity shares and to take all such steps and to do all such things as may be required to comply with applicable laws and give all such directions as the Board may consider necessary, expedient or desirable, including filing necessary forms with the concerned authorities and removing any difficulties arising in relation to the abovementioned resolution.”

2. To avail technical advisory services from Sumitomo Corporation, Japan

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to Section 188 of the Companies Act 2013 (the “Act”) or rules made thereunder or any other applicable provisions of the Act, including any statutory modification or re-enactment thereof and any other applicable laws including the relevant foreign exchange regulations, and subject to the necessary approval(s) required from Reserve Bank of India (“RBI”), consent of the members be and is hereby accorded to avail technical advisory services from Sumitomo Corporation, Japan on such terms and conditions as may be mutually agreed between the parties.

RESOLVED FURTHER THAT the directors of the Company and Mr. Akash Khurana, Authorized Signatory, be and are hereby severally authorized to negotiate, finalize, sign and execute such agreements, contracts, deeds and all documents which may be ancillary, incidental or necessary for the abovesaid purpose.

RESOLVED FURTHER THAT the directors of the Company and Mr. Akash Khurana Authorized Signatory, be and are hereby severally authorized to do all such acts, matters, deeds and things and to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the above said resolutions.”

3. Approval for 5th amendment of the lease deed entered by the Company with Velvet Infrastructure Private Limited

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to Section 188 of the Companies Act 2013 (the “Act”) or rules made thereunder or any other applicable provisions of the Act, including any statutory modification or re-enactment thereof, consent of the members be and is hereby accorded to further amend the lease deed dated 06.06.2016 for extending the lease tenure by further 11 (eleven) months w.e.f.

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

02.01.2021.

RESOLVED FURTHER THAT the directors of the Company be and is hereby severally authorized to negotiate, finalize and execute the Fifth Amendment of the Lease Deed and all related documents for and on behalf of the Company to be executed with Velvet Infrastructure Private Limited and do all such acts, matters, deeds and things and to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the above said resolution."

**For and on behalf of the Board of Directors of
Krisumi Corporation Private Limited**

**Jairaj Vikas Verma
Company Secretary
M. No. F10542**

Date: 31.03.2021

Place: Gurugram

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

NOTES:

- (a) Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority letter, as applicable.
- (b) Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- (c) The Notice of Extra Ordinary General Meeting along with the Attendance Slip and Proxy Form, are attached with the notice.
- (d) Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hour.
- (e) The route map is annexed hereto.

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Special Business:

Resolution at Item No. 1:

(i) The Company has issued and allotted 26,00,000 Series A Compulsorily Convertible Debentures ("Series A CCDs") of face value INR 100 (Indian One Rupees Hundred only) each to Sumitomo Corporation for a term of 5 years from the respective dates of issue. Now, Sumitomo Corporation intends convert the said Series A CCDs held by it in Company in accordance with the terms of issuance, whereby the Series A CCDs will convert into 2,60,00,000 Class A equity share of face value INR 10 (Indian ten only) each.

In this regard, the Company is proposing the shareholders' approval for the said conversion in this general meeting to comply with the terms of issuance of the Series A CCDs under the Companies Act, 2013 and the articles of association of the Company.

(ii) The Company has issued and allotted 26,00,000 Series A Compulsorily Convertible Debentures ("Series A CCDs") of face value INR 100 (Indian One Rupees Hundred only) each to RD Propcon Private Limited for a term of 5 years from the respective date of issue. Now, RD Propcon Private Limited intends convert the said Series A CCDs held by it in Company in accordance with the terms of issuance, whereby the Series A CCDs will convert into 2,60,00,000 Class A equity share of face value INR 10 (Indian ten only) each.

In this regard, the Company is proposing the shareholders' approval for the said conversion in this general meeting to comply with the terms of issuance of the Series A CCDs under the Companies Act, 2013 and the articles of association of the Company.

None of the persons specified in Section 102 of the Companies Act, 2013, viz., the Directors, Manager, Key Managerial Personnel(s) and their relatives are concerned or interested in the above resolution.

In view of the above, the board of directors of the Company recommends the passing of the resolutions set out at Item No. 1 as a **Special Resolution**.

Resolution at Item No. 2:

The Company is proposing to avail technical advisory services from Sumitomo Corporation, Japan, for its project namely "Waterfall Residences" located at Sector 36A, Gurugram, Haryana.

Since Sumitomo Corporation, Japan, is a related party to the Company and the amount involved in the said proposed transaction is exceeding the threshold limits as defined under sub rule 3 of rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, prior approval of members of the Company by way of passing Ordinary Resolution is required.

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

The necessary disclosures as required under Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 is mentioned hereunder:

S. No.	Particulars	Remarks
1	Name of related party and nature of relationship	Sumitomo Corporation, Japan Sumitomo Corporation, Japan, is a JV Partner and shareholder in the Company.
2	The nature, duration of the contract and particulars of contract or arrangement	To avail technical advisory services on such terms and conditions as mentioned in the agreement.
3	The material terms of the contract or arrangement including the value, if any	As per agreement
4	Any advance paid or received for the contract or arrangement, if any	None
5	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The price has been decided mutually by both the parties
6	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	Yes
7	Any other information relevant or important for the Board to take decision on the proposed transaction	None

In view of the above, the board of directors of the Company recommends the passing of the resolution set out at Item No. 2 as an **Ordinary Resolution**.

Resolution at Item No. 3:

A lease deed dated 06.06.2016 was executed between the Company and M/s Velvet Infrastructure Private Limited for taking on lease registered office of the Company situated at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana- 122001, which was further amended on time to time.

The existing tenure of the said lease has expired on 02.01.2021, therefore it is required to further amend the lease deed for extending the lease tenure by 11 months.

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(CIN- U70200HR2012PTC064545)

Since M/s. Velvet Infrastructure Private Limited is a related party of the Company and the amount involved in the said proposed transaction is exceeding the threshold limits as defined under sub rule 3 of rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, prior approval of members of the Company by way of passing Ordinary Resolution is required.

The necessary disclosures as required under Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 are mentioned hereunder:

S. No.	Particulars	Remarks
1	Name of the related party	M/s. Velvet Infrastructure Private Limited.
2	Name of the director or key managerial personnel who is related, if any	Mr. Ashok Kapur and Mr. Sunandan Kapur
3	Nature of Relationship	Mrs. Arti Kapur, wife of Mr. Ashok Kapur and mother of Mr. Sunandan Kapur, Directors of the Company, is a shareholder in Velvet Infrastructure Private Limited.
4	Nature, material terms, monetary value and particulars of contract or arrangement	As per the Lease Deed
5	Any other information relevant or important for the members to take decision on the proposed resolution	None

In view of the above, the board of directors of the Company recommends the passing of the resolution set out at Item No. 3 as an **Ordinary Resolution**.

**For and on behalf of the Board of Directors of
Krisumi Corporation Private Limited**

Jairaj Vikas Verma
Company Secretary
M. No. F10542

Date: 31.03.2021
Place: Gurugram

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

ATTENDANCE SLIP

22nd Extra-Ordinary General Meeting: Wednesday, the 31st day of March 2021 at 11:30 A.M at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana.

Regd. Folio No.:

No. of shares held:

I certify that I am registered shareholder of the Company and hereby record my presence at the 22nd Extra-Ordinary General Meeting of the Company on Wednesday, the 31st day of March 2021 at 11:30 A.M at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana.

Member's/Proxy's name in Block Letters:

Name of the Authorized Representative:

Member's/ Authorized Representative's/Proxy's Signature:

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

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: U70200HR2012PTC064545

Name of the Company: Krisumi Corporation Private Limited

Registered Office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana-122001

Name of the Member(s):

Registered address:

E-mail Id:

Folio No:

I/We, being the Member(s) of _____ Equity Shares of the above named Company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Wednesday, the 31st day of March 2021 at 11:30 A.M. at 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon-122001, Haryana and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No. 1:

Signed this.....day of March, 2021.
Signature of shareholder(s)
Signature of Proxy holder(s)

Resolution No. 3:

Signed this.....day of March, 2021.
Signature of shareholder(s)
Signature of Proxy holder(s)

Resolution No. 2:

Signed this.....day of March, 2021.
Signature of shareholder(s)
Signature of Proxy holder(s)

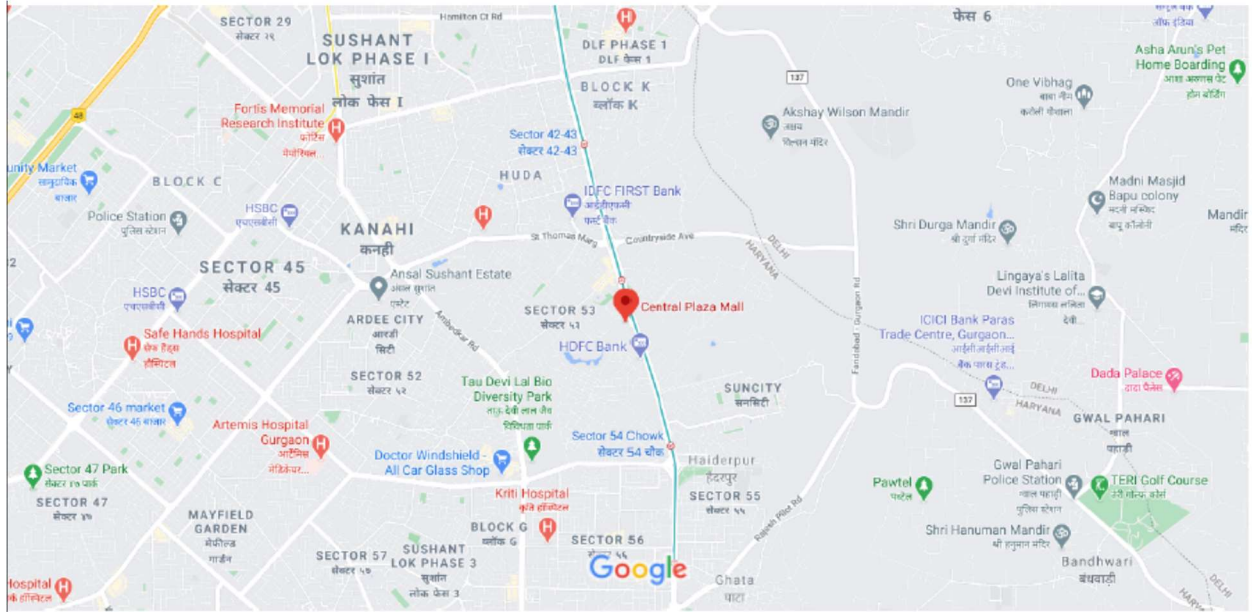
Resolution No. 4:

Signed this.....day of March, 2021.
Signature of shareholder(s)
Signature of Proxy holder(s)

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

ROUTE MAP



Regd. office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon, Haryana- 122001
Corporate office: 461-462, Udyog Vihar, Phase –III, Gurgaon, Haryana -122016
E-mail-ID: info@krisumi.com, Telephone No.- 0124-4776600, Website: www.krisumi.com