

RESONANCE EDUVENTURES LIMITED

Registered & Corporate Office: CG Tower, A-46 & 52, IPIA, Near City Mall,
Jhalawar Road, Kota (Rajasthan) – 324005

Tel. No.: 0744-2777777, 2777700, **Fax:** 022-39167222 | **e-mail:** contact@resonance.ac.in |
Website: www.resonance.ac.in | **Toll Free:** 1800-258-5555 | **CIN:** U80302RJ2007PLC024029

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the **First Extra-Ordinary General Meeting** of the members of **Resonance Eduventures Limited (“the Company”)** for the **Financial Year 2023-24** will be held on Tuesday, the 03rd Day of October, 2023 at 09:00 A.M. at CG Tower, A-46 & 52, IPIA near City Mall, Jhalawar Road Kota Rajasthan 324005 to transact the following businesses:

SPECIAL BUSINESSES:

1. TO APPOINT OF M/S. VSPV & Co. (FRN 005483N), CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY

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

“**RESOLVED THAT** pursuant to the provisions of Section 139(8), 142 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the appointment of M/s. VSPV & Co. (FRN 005483N), Chartered Accountants for the Financial Year 2022-23, as approved and recommended by the Board in its Meeting held on 05/07/2023 to fill the casual vacancy caused by the resignation of M/s Rajesh Vipin & Associates (FRN 023345N).”

“**FURTHER RESOLVED THAT** M/s. VSPV & Co. (FRN 005483N), Chartered Accountants, be and is hereby appointed as the Statutory Auditors of the Company to hold the office of the Statutory Auditors of the Company till the conclusion of the ensuing Annual General Meeting of the Company on such remuneration as may be mutually agreed by the Board of Directors and M/s. VSPV & Co. (FRN 005483N), Chartered Accountants and reimbursement of actual expenses that may be incurred by the auditors in the performance of their duties as auditors of the company in conducting audit for the Financial Year 2022-23.”

“**FURTHER RESOLVED THAT** any Director of the Board, be and is, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies, Jaipur.”

By the Order of the Board of Directors,

Abhinav Gautam
Company Secretary

Kota

06.09.2023

E-mail: abhinav@resonance.ac.in

Registered Office:

CG Tower, A-46 & 52, IPIA,
Nr. City Mall, Jhalawar Rd,
Kota-324005, Rajasthan

CIN: U80302RJ2007PLC024029

Tel. No. +91-744- 3012222

FAX No.: +91-022-39167222

Website: www.resonance.ac.in

NOTES

1. Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice.
2. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.
3. The instrument appointing Proxies, in order to be effective, must be received by the Company at the registered office, not less than 48 Hours before the commencement of the Meeting.
4. Pursuant to the provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, 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. Provided that 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, who shall not act as a proxy for any other member.
5. In case of registered shareholders proposing to participate at the meeting through their representative(s), necessary authorization under section 113 of the Companies Act, 2013 for such representation may please be forwarded to the Company.
6. The proxies lodged will be made available for inspection during working hours of the Company, during the period beginning twenty-four hours before the time fixed for the commencement of the Extra Ordinary General Meeting and ending with the conclusion of the Meeting; for only those members who have deposited requisitions for such inspection at least three days before the commencement of the meeting.
7. Members / proxies should bring the attendance slip duly filled in for attending the Meeting.
8. The Register of Directors' Shareholding, maintained under section 170 of the Companies Act, 2013 will be available for inspection by the members at the meeting.
9. The Register of Contracts, maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the meeting.
10. The Landmark and route map to the venue of the Extra Ordinary General Meeting is attached and forms a part of this Notice.

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

Item No. 1

M/S. RAJESH VIPIN & ASSOCIATES (FRN 023345N), have resigned as Statutory Auditors of the Company which has resulted casual vacancy as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy if resulted by the resignation of auditor, then the appointment of the new auditor to fill the casual vacancy, is approved by the shareholders in General Meeting, within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company, has recommended the appointment of M/s. VSPV & Co. (FRN 005483N), Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s RAJESH VIPIN & ASSOCIATES. Accordingly, shareholders' approval by way of ordinary resolution is sought. The Company has also received consent and eligibility certificate from M/s. VSPV & Co. (FRN 005483N), Chartered Accountants to act as the Statutory Auditors of the Company, in accordance with the provisions of Section 139 and Section 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

The Board recommends the Ordinary Resolution for approval by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

By the Order of the Board of Directors,

Abhinav Gautam
Company Secretary
Kota,

E-mail: abhinav@resonance.ac.in

Date: 06.09.2023

Registered Office:

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Reg. off: CG Tower, A-46 & 52, IPIA, Near City Mall, Jhalawar Road, Kota-324005, Rajasthan

ATTENDANCE SLIP

To be handed over at the entrance of the meeting hall

NAME AND ADDRESS OF SHARE HOLDER

.....

.....

.....

FOLIO NO.

DP ID

CLIENT ID

I hereby record my presence at the First Extra-ordinary General Meeting of the members of the company for the Financial Year 2023-24 held at the Registered Office of the Company at CG Tower, A-46 & 52, IPIA, Near City Mall, Jhalawar Road, Kota-324005, Rajasthan, on Tuesday, the 03rd Day of October, 2023 at 09:00 A.M.

NO. OF SHARES HELD	
SIGNATURE OF THE MEMBER OR PROXY	

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: U80302RJ2007PLC024029

Name of the Company: Resonance Eduventures Limited

Registered office: CG Tower, A-46 & 52, IPIA, Near City Mall, Jhalawar Road, Kota-324005, Rajasthan

Name of the member(s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

1. _____, R/o _____, e-mail Id _____, signature _____, or failing him,

2. _____, R/o _____, e-mail Id _____, signature _____, or failing him,

3. _____, R/o _____, 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 first Extra-ordinary General Meeting of the members of the company for the Financial Year 2023-24 to be held on Tuesday, the 03rd Day of October, 2023 at 09:00 A.M. at Registered Office at CG Tower, A-46 & 52, IPIA, Near City Mall, Jhalawar Road, Kota- 324005, Rajasthan, and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolution	*
1.	Appointment of M/s. VSPV & Co. (FRN 005483N), Chartered Accountants, as Statutory Auditors, under casual vacancy	

Signed this _____ day of _____ 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix a
Revenue
Stamp

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

*Put '✓' against the resolution(s) for which authorization is given and 'X' in any other case.

ROUTE MAP

LANDMARK: Near City Mall

