



LAXMAN FINANCE PVT. LTD.

## NOTICE OF 2<sup>ND</sup> AGM

NOTICE IS HEREBY GIVEN THAT 02<sup>ND</sup> ANNUAL GENERAL MEETING OF MEMBERS OF COMPANY LAXMAN FINANCE PRIVATE LIMITED WILL BE HELD ON 27<sup>TH</sup> SEPTEMBER, 2025 ON SATURDAY AT 11:00 A.M AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 305, III FLOOR, AMRUT COMMERCIAL CENTRE, SARDAR NAGAR MAIN ROAD, RAJKOT-360001, GUJARAT, INDIA TO TRANSACT THE FOLLOWING BUSINESS AGENDA:

### ORDINARY BUSINESS:

#### ITEM NO-1 :

**TO RECEIVE, CONSIDER, APPROVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS ON 31<sup>ST</sup> MARCH, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS' THEREON:**

and in this regard pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on 31st March, 2025 including Reports of the Board of Directors' and Auditors thereon which have already been circulated to the Members and laid before this meeting be and are hereby considered, approved and adopted.”

### SPECIAL BUSINESS:

**ITEM NO-2: APPOINTMENT OF MR. ADRIAN JOSEPH FERNANDEZ (DIN: 03506247) AS A DIRECTOR OF THE COMPANY :**

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

“**RESOLVED THAT** pursuant to sub-section 2 of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, including any enactment, re-enactment or modification thereof, Mr. Adrian Joseph Fernandez (DIN: 03506247), who was appointed by the Board of Directors as an Additional Director w.e.f 05th September, 2025 and who holds office up to the date of this Annual General Meeting of the Company, in terms of the section 161(1) of the Companies Act, 2013 (“the Act”), be and is hereby appointed as a Director of the Company.”

Laxman Finance Pvt. Ltd.

Registered Office : 305, III Floor, Amrut Commercial Centre, Sardar Nagar Main Road, Rajkot 360001 - Gujarat.


0281 2480481 | info@laxmanfin.com | CIN: U64920GJ2023PTC147100



**“RESOLVED FURTHER THAT** Board of the directors of the Company be and is hereby authorised to do all such required and necessary acts, deeds and things to give effect to the above mentioned resolution.”

Date: 05-09-2025  
Place: Rajkot

For and on behalf of  
LAXMAN FINANCE PRIVATE LIMITED

  
BHARAT D. VASOYA  
Director  
DIN: 05165673



## NOTES :

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of himself and such proxy need not be a member of the Company. Proxy Forms duly stamped and executed should reach the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

A Person can act as 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 Proxy for his/her entire shareholding and such person shall not act as a Proxy for another person or shareholder.

2. Corporate members if any, intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
3. To ensure correct identity each member and proxy holders attending meeting is expected to bring with him/her an appropriate ID document like Driving License, Passport, Voter card, etc.
4. The Members/Proxies are requested to produce the attendance slip duly completed and signed at the entrance of the meeting
5. All correspondence relating to the Change of Address and Shares of the Company may please be addressed to the Company
6. Shareholders seeking any further information on the accounts and operations of the Company at the Annual General Meeting are requested to send their queries to the Company at the Registered Office at least 10 days before the date of the meeting.
7. The Route Map for Venue of 02<sup>nd</sup> Annual General Meeting is annexed with the Notice

Date: 05-09-2025

Place: Rajkot

For and on behalf of  
LAXMAN FINANCE PRIVATE LIMITED

*B. D. Vasoja*

+

BHARAT D. VASOYA

Director

DIN: 05165673



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

**Item No-2: Appointment of Mr. Adrian Joseph Fernandez (DIN: 03506247) as a Director of the Company :**

Pursuant to provisions of Section 161(1) of the Companies Act, 2013 read with Articles of Association of the Company, Mr. Adrian Joseph Fernandez (DIN: 03506247) was appointed by the Board of Directors as an Additional Director of the Company w.e.f. September 05, 2025. As per the aforementioned provisions, he holds office only up to the date of ensuing Annual General Meeting of the Company. Considering the completion of his tenure and based on his expertise, the Board, having received his consent, recommends his appointment as a Director of the Company.

Further, in terms of Section 152(2) of the Companies Act, 2013, appointment of director can be made by members in the general meeting. Accordingly, consent of members via an Ordinary Resolution shall be required for Item No. 2 of the Notice.

Moreover, brief profile along with relevant details of Mr. Adrian Joseph Fernandez (DIN: 03506247), who is proposed to be appointed as Director of the Company, are given in the Annexure attached hereto.

None of the Directors or any other Key Managerial Personnel or their relatives, are in any way concerned or interested, in the proposed resolution.



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**Annexure****Details of Directors seeking appointment at the 2<sup>nd</sup> Annual General Meeting**

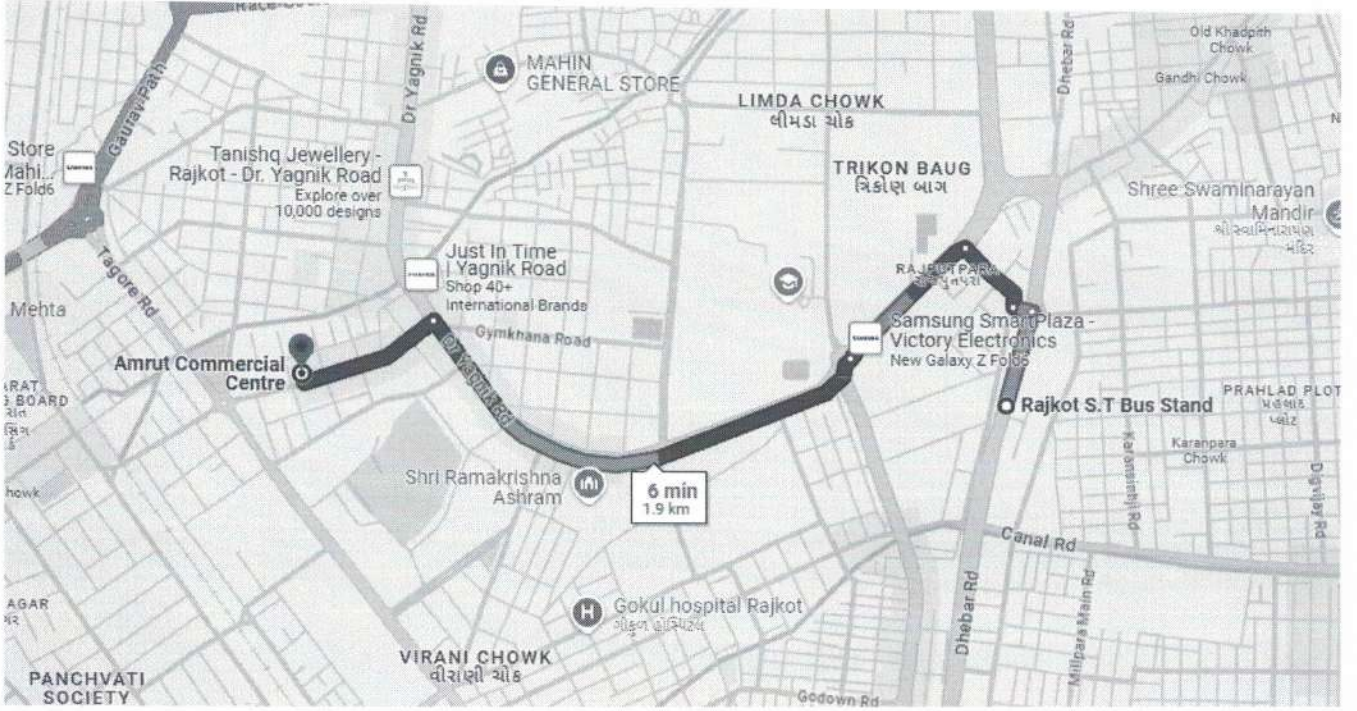
<b>Name of the Director</b>	<b>Mr. Adrian Joseph Fernandez</b>
<b>Director Identification Number (DIN)</b>	03506247
<b>Date of Birth</b>	25/08/1965
<b>Nationality</b>	Indian
<b>Qualifications</b>	Chartered Accountant
<b>Expertise in specific Functional areas</b>	<p>Adrian Fernandez is a seasoned finance professional with 35+ years of financial and leadership experience. Known for strategic financial planning, regulatory expertise, and efficient resource mobilization, has played a key role in driving financial health and business growth across India and international markets.</p> <p>Adrian is a Fellow Chartered Accountant (FCA) with the ICAI and has expertise and leadership which includes spearheading high-impact growth strategies with a pragmatic approach, securing financial resources from banks, domestic &amp; international institutions, and private equity for business expansion, enforcing budgetary controls and optimizing expenditures within defined limits, ensuring accurate financial disclosures, audit compliance, and seamless MIS reporting for board-level decisions, enhancing operational efficiency through advanced financial systems and SAP applications, extensive knowledge in working capital management, IPO strategies, project evaluation, international finance standards, and risk management.</p>
<b>Directorships held in other companies</b>	0
<b>No. of shares held in the Company</b>	0
<b>Relation with other Directors</b>	No relationship

**Laxman Finance Pvt. Ltd.**

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## ROUTE MAP OF 02<sup>ND</sup> AGM



### LAXMAN FINANCE PRIVATE LIMITED

(CIN: U64920GJ2023PTC147100)

305, III FLOOR, AMRUT COMMERCIAL CENTRE,  
SARDARNAGAR MAIN ROAD, RAJKOT- 360001,  
GUJARAT, INDIA



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**ATTENDANCE SLIP FOR 02ND ANNUAL GENERAL MEETING**

Name of Shareholder	
Number of Equity Shares held	
Folio No.	

I hereby record my presence at the 02<sup>ND</sup> Annual General Meeting of the Company held at Registered office of the Company situated at 305, III Floor, Amrut Commercial Centre, Sardar Nagar Main Road, Rajkot-360001, Gujarat, India on Saturday, 27<sup>th</sup> September, 2025.

\_\_\_\_\_  
(Name of Member/proxy/  
Authorized Representative)  
(IN BLOCK LETTERS)

\_\_\_\_\_  
(Signature of Member/Proxy  
/Authorized Representative)

***Note : Please fill up this attendance slip and hand it over at the entrance of the meeting hall.  
Members are requested to bring their copies of the Annual Report to the AGM.***



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**2ND ANNUAL GENERAL MEETING ON 27TH SEPTEMBER, 2025**

**Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies*

*(Management and Administration) Rules, 2014- **Form No. MGT-11]***

Name of the member (s) (In BLOCK LETTERS)			
Registered address (In BLOCK LETTERS)			
E-mail Id		Folio No.	
No. of Shares Held		DP ID Client ID	

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

Name			
Address			
E-mail Id		Signature	
or failing him			
Name			
Address			
E-mail Id		Signature	
or failing him			
Name			
Address			
E-mail Id		Signature	



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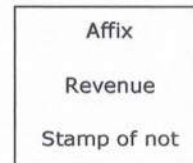
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As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 02<sup>ND</sup> Annual General Meeting of the Company, to be held on Saturday, September 27, 2025, at 11:00 a.m. at 305, III Floor, Amrut Commercial Centre, Sardarnagar Main Road, Rajkot-360001, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution	Vote(Optional See Note 2) Please Mention No. of Shares		
		For	Against	Abstain
<b>ORDINARY BUSINESS</b>				
1	To receive, consider, approve and adopt The Audited Financial Statements on 31st March, 2025 and the Reports of the Board of Directors' and Auditors' thereon			
<b>SPECIAL BUSINESS</b>				
2	Appointment of Mr. Adrian Joseph Fernandez (Din: 03506247) as a Director of the Company			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025.



\_\_\_\_\_  
Signature of shareholder

signature across Revenue stamp

\_\_\_\_\_  
Signature of Proxy holder(s)

**Note:**

1. 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.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

**For Office Use: Proxy No.**

**Date of Receipt** \_\_\_\_\_

