



NOTICE

Notice is hereby given that the 10th Annual General Meeting of the members of iD Fresh Food (India) Private Limited (“the Company”) will be held on Tuesday, 13th September 2022 at 3.15 p.m. at the Corporate office of the Company at 91 Springboard, 5th Floor, Trifecta Adatto, 21 ITPL Main Road, Garudacharpalya, Mahadevpura, Bengaluru-560048, Karnataka, India at a shorter notice to transact the following businesses:

ORDINARY BUSINESS:

ITEM NO.1

To receive, consider and adopt the audited standalone and consolidated Balance Sheet as on March 31, 2022, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date and the reports of the Auditors’ and Directors’ for the financial year 2021-22 along with respective annexures thereon

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

“**RESOLVED THAT** the standalone and consolidated audited balance sheet as on 31st March 2022, Statement of Profit & Loss along with the Cash Flow Statement for the year ended on that date and the reports of Directors and Auditors for the FY 2021-22 along with their respective annexures thereon, be and are hereby approved and adopted.”

SPECIAL BUSINESS

ITEM NO. 2

To regularize the appointment of Mr. Sachin Khandelwal (DIN: 07448157) as 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** pursuant to Section 152(2), Section 161 and other applicable provisions of the Companies Act, 2013 as may be applicable, as per the provisions of Memorandum of Association and Articles of Association of the Company and as per the terms and conditions of Amended and Restated Shareholders’ Agreement (“SHA”) dated December 03, 2021 executed by and amongst the Company, Musthafa Pathayickode Cheriammed, Abdul Nazer, Shamsudeen T K and Muhammed Jaffer T K (“being collectively referred to as Founders”), P.I. Opportunities Fund- I, P.I. Opportunities Fund- II, P.I. Opportunities Fund- I, Scheme – II and NewQuest Asia Fund IV (Singapore) Pvt. Ltd. (being referred to as



“Investors”), the Board took note of the recommendation of NewQuest Asia Fund IV (Singapore) Pvt. Ltd of Mr.Sachin Khandelwal (DIN:07448157) for appointing him as a Nominee Director on the Board of Directors of the Company and the consent of the members of the Company be and is hereby accorded for the regularization of Mr.Sachin Khandelwal (DIN:07448157) as Nominee Director of the Company, who was appointed by the Board as Additional Director with effect from 30th December 2021.”

“**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to file necessary e-forms with the Registrar of Companies, make necessary entries in the concerned register and to do all such acts, deeds and things as may be required in this connection and incidental thereto upon regularization at the 10th Annual General Meeting.”

For iD Fresh Food (India) Private Limited

Musthafa Cheriammed Pathayickode
Director
(DIN: 06520356)

Date: 13th September 2022
Place: Bangalore



Notes:

1. A member entitled to attend and vote is entitled to appoint a proxy and vote instead of himself / herself and proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding 50 (fifty) who are holding, in aggregate, not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.
2. The instrument of proxy in order to be effective must be duly filled, stamped and executed and must be lodged with the Company at its registered office at least 48 hours before the commencement of the meeting.
3. A route map to reach the venue of the meeting is attached to this notice.
4. Members are requested to carry a copy of the annual report to the meeting.

For iD Fresh Food (India) Private Limited

Musthafa Cheriammed Pathayickode
Director
(DIN: 06520356)

Date: 13th September 2022
Place: Bangalore



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]

Venue of the Meeting : 91 Springboard, 5th Floor, Trifecta Adatto, 21 ITPL Main Road, Garudacharpalya, Mahadevpura, Bengaluru-560048, Karnataka

Date & Time : Tuesday, September 13, 2022 at 3.15 P.M.

Name of Member(s)	
Address	
DP ID*	
Client ID*	
Folio Number	
No. of Shares held	

*Applicable for Investors holding shares in Electronic form.

I/We, _____ of _____ being a member / members of ID Fresh Food (India) Private Limited hereby appoint the following as my /our proxy to attend vote (for me/us and on my/our behalf at the 10th Annual General Meeting of the company to be held on Tuesday, September 13, 2022 at P.M and at any adjourned thereof) in respect of such resolutions as are indicated below:

1. Mr / Mrs _____ (Name& signature of the proxy) or failing him /her _____ Registered Address _____ E-mail id _____ signature _____.
2. Mr / Mrs _____ (Name& signature of the proxy) or failing him /her _____ Registered Address _____ E-mail id _____ signature _____.
3. Mr / Mrs _____ (Name& signature of the proxy) or failing him /her _____ Registered Address _____ E-mail id _____ signature _____.



I/ We direct my /our proxy to vote on the resolutions in the manner as indicated below:

S.No	Resolutions	For	Against
Ordinary Business :			
1.	To receive, consider and adopt, the Audited Standalone and consolidated Financial Statements along with the consolidated Financial Statement of the Company as on March 31, 2022 together with the reports of Directors & Auditors thereon.		
2.	To regularize the appointment of Mr. Sachin Khandelwal (DIN: 07448157) as Director of the Company		

This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she write "Abstain across the boxes against the resolution.

Signature(s) of member(s)

1. _____
2. _____
3. _____

Signed this: day of2022

Signature of Proxy holder(s)

**Affix
revenue
Stamp**



Route Map: KR Puram Railway Station to Meeting Venue.

