

**NOTICE**

Notice is hereby given that an Extra-ordinary General Meeting of the members of Dvara Kshetriya Gramin Financial Private Limited will be held on Monday, August 01, 2022, at 10.00 AM at the Registered Office 10<sup>th</sup> Floor, Phase-1, IIT-Madras Research Park, Kanagam Village, Taramani, Chennai – 600 113 to consider and approve the following business

---

**SPECIAL BUSINESS:**

**1. APPOINTMENT OF MS.GOWRI THYAGARAJAN (DIN 07029599) AS AN INDEPENDENT DIRECTOR**

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 Sections 149, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Ms.Gowri Thyagarajan (holding DIN 07029599), be and is hereby appointed as an Independent Director of the Company, for a term of 3 (Three) years with effect from August 01, 2022 and whose office shall not be liable to determination by retirement of directors by rotation.

**RESOLVED FURTHER THAT** Mr.S.Balaji, Company Secretary of the company, be and is hereby authorised to sign and file necessary forms, returns and documents with the appropriate authorities as may be required statutorily in connection with the above matter and take all such actions and do all such things from time to time in this regard.”

By Order of the Board  
For Dvara Kshetriya Gramin Financial Services Private Limited

  
S.Balaji  
Company Secretary

Place: Chennai  
Date: July 29, 2022





**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER.
2. CORPORATE MEMBERS ARE REQUESTED TO SEND CERTIFIED COPY OF BOARD RESOLUTION, PURSUANT TO SECTION 113 OF THE COMPANIES ACT, 2013, AUTHORIZING THEIR REPRESENTATIVE TO ATTEND AND VOTE AT THE MEETING.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

The Board of Directors by way of circular resolution dated July 28, 2022 had recommended to the shareholders that Ms.Gowri Thyagarajan (holding DIN 07029599), be appointed as an Independent Director of the Company for a term of 3 (three) years from the date of general meeting in which her appointment is approved.

Ms.Gowri Thyagarajan is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. The Company has also received declaration from her that she meets the criteria of independence as prescribed under Section 149 of the Act.

In the opinion of the Board, she fulfills the conditions specified in the Act and the rules made thereunder for appointment as Independent Director and is independent of the Management.

A copy of the draft letter of appointment which will be issued to Ms.Gowri Thyagarajan setting out the terms and conditions of her appointment as an Independent Director is available for inspection by Members at the Registered Office of the Company on any working day between 11 a.m. and 1 p.m. till the date of Extraordinary General Meeting.

None of the Directors Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company are directly/ indirectly interested in the above resolution.

The Board of Directors recommend the resolution for your approval.

By Order of the Board  
For Dvara Kshetriya Gramin Financial Services Private Limited

  
S.Balaji  
Company Secretary



Place: Chennai  
Date: July 29, 2022

**Dvara Kshetriya Gramin Financial Services Private Limited**

CIN.: U65991TN1993PTC024547

**Regd. Office:** 10th Floor, Phase I, IIT-Madras Research Park,  
Kanagam Village, Taramani, Chennai 600113, India.

**T:** +91 44 66687000 | **E:** contactus@dvarakgfs.com | **W:** dvarakgfs.com

**1897** 2022