

**Date:** 8<sup>th</sup> December, 2025

Dear Shareholders/Directors/Auditor,

You are cordially invited to attend the Extra Ordinary General Meeting ("EGM") of the members of **"Sunkind India Limited" (the 'Company')** to be held on Saturday, the 13<sup>th</sup> day of December, 2025 at 05:00 P.M. at the Registered Office of the Company situated at Plot No-97A, AIHP Skyline, 1st Floor, Sector 32, Gurugram, Urban Estate, Haryana, India - 122001 through physical mode.

The Notice of the meeting, containing the business to be transacted, is enclosed.

Thanking You,

**For & on behalf of**  
**Sunkind India Limited**

*Hanish Gupta*  
Director/Authorized Signatory  
(Hanish Gupta)

**Managing Director**

**DIN: 02194659**

**Address: Coral 702, The Verandas Golf Course Road,  
Gurgaon Sector 54, Haryana-122011**

**Place : Gurgaon**

**Dated : 8<sup>th</sup> December, 2025**



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**SHORTER NOTICE**

**Shorter Notice is hereby given that the 09<sup>th</sup> (Ninth) Extra Ordinary General Meeting ("EGM" No. 09/2025-26) of the Members of Sunkind India Limited will be held on Saturday, the 13th day of December, 2025 at 05:00 P.M. at the Registered Office of the Company situated at Plot No-97A, AIHP Skyline, 1st Floor, Sector 32, Gurugram, Urban Estate, Haryana, India - 122001 to transact the following business:**

**Special Business****ITEM NO. 01: TO APPROVE THE ALTERATION OF THE OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and rules made thereunder including any statutory modifications or re-enactment thereof for the time being in force, and in accordance with the Articles of Association of the Company and as agreed by the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded, subject to the approval of Registrar of Companies, for alteration / amendment of Object Clause of the Memorandum Of Association ("MOA") of the Company by adding the following sub-clause 35 under Clause III (b) in the following manner.

**Addition of sub-clause 35 to other Object Clause of the Memorandum of Association of the Company**

(III)(b) 35. To raise or borrow or secure money from time to time for any of the purposes of the Company by receiving advances of any sum or sums of money with security charged upon all or any of the movable or immovable properties (both present and future) or without security upon such terms as the Board may think fit including by way of Loans, credit facilities or financial arrangements from bank(s), financial institution(s), body corporate(s), firm(s), individuals or any other source or any combination thereof or by the issue of debentures or debenture-stock (perpetual or otherwise) whether secured or unsecured, and if required to create mortgaging, charge, lien, or other encumbrance on any of the Company's movable or immovable properties, both present and future, or on the whole or any part of its undertaking, including uncalled capital, and to do all such acts as may be necessary or incidental thereto, or by such other means as the Directors may in their absolute discretion deem expedient subject to the provision of the Companies Act, 2013 and applicable laws.

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**RESOLVED FURTHER THAT** any Director and Key Managerial Personnel (KMPs) be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company.”

**For & on behalf of**  
**Sunkind India Limited**  
For Sunkind India Limited

  
Director/Authorized Signatory

**(Hanish Gupta)**

**Managing Director**

**DIN: 02194659**

**Address: Coral 702, The Verandas Golf Course Road,  
Gurgaon Sector 54, Haryana-122011**

**Place : Gurgaon**

**Dated : 8<sup>th</sup> December, 2025**



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**Notes —**

- i. A member entitled to attend and vote at the Extra Ordinary General Meeting (EGM) is entitled to appoint one proxy to attend and vote on a poll instead of themselves and the proxy need not be a member of the company. The instrument appointing the proxy should however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.
- ii. Proxies in order to be effective should be received at the registered office of the company not less than 48 hours before the time fixed for the meeting.
- iii. Pursuant to 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 carrying voting rights. A member holding more than ten percent of the total share capital of the company may appoint a single person as proxy and such person shall not act as a proxy for any other member.
- iv. A proxy may not vote except on a poll.
- v. Members/proxies are requested to produce the enclosed attendance slip duly signed as per the specimen signature recorded with the company for admission to the meeting venue.
- vi. Corporate members intending to appoint their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
- vii. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including annual report, notices, circulars, etc. From the company electronically.
- viii. The Meeting is being convened at a shorter notice, with the written consent of more than 95% of the Members of the Company entitled to vote in pursuance with the provisions of Section 101 of the Companies Act, 2013.
- ix. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning each item of special business to be transacted at the Meeting is annexed hereto and forms part of the Notice.
- x. Relevant documents referred to in the accompanying notice and the statement are open for inspection by the members at the registered office of the company on all working days, during working hours up to the date of meeting.

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- xi. Pursuant to Secretarial Standard 2 ("SS-2") on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the meeting venue showing the prominent landmark is provided at the end of the Notice.
- xii. Queries proposed to be raised at extra- ordinary general meeting may be sent to the company at its registered office or at hanishgupta@sunkind.in by not less than forty-eight hours prior to the date of EGM to enable the management to compile the relevant information to reply the query in the meeting.
- xiii. Any change in member's communication address is to be communicated to the company immediately so that any correspondence may be dispatched to the members.

**For & on behalf of**  
**Sunkind India Limited**  
For Sunkind India Limited

  
Director/Authorized Signatory  
(Hanish Gupta)

**Managing Director**

**DIN: 02194659**

**Address: Coral 702, The Verandas Golf Course Road,  
Gurgaon Sector 54, Haryana-122011**

**Place : Gurgaon**

**Dated : 8<sup>th</sup> December, 2025**



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

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under respective item of the accompanying Notice.

**ITEM NO. 01: TO APPROVE THE ALTERATION OF THE OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION.**

The Board proposes the alteration of the Object Clause of the Memorandum of Association to alter and expand the Object Clause to enable the Company to carry on additional business activities and pursue new opportunities in line with its growth strategy.

The altered Object Clause will expressly provide for such borrowing powers, which may further allow the Company's financial flexibility and ability to meet its working capital and expansion requirements. The addition of the borrowing clause will enable the Company to raise funds efficiently, support business growth and ensure smooth operational functioning.

This amendment follows Section 13(1) of the Companies Act, 2013, which requires the alteration of the Object Clause in the Memorandum of Association for any significant change in the business activities of the Company.

Accordingly, at its meeting held on Monday, 08 December 2025, the Board of Directors approved the proposal for addition to the Clause III(b) a new sub-clause 35 related with the borrowing clause to give effect to the main objects while realigning the existing sub-clauses respectively.

In terms of the provisions of Section 13 and other applicable provisions of the Companies Act, 2013, along with applicable rules, any alteration to the Memorandum of Association requires the approval of the members by way of a Special Resolution. The Board accordingly recommends the resolution set out at Item No. 1 of the accompanying notice for approval of the members.

None of the Directors, Key Managerial Personnel, or their relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

**For & on behalf of**  
**Sunkind India Limited**  
For Sunkind India Limited

  
Director/Authorized Signatory  
(Hanish Gupta)

**Managing Director**

**DIN: 02194659**

**Address: Coral 702, The Verandas Golf Course Road,  
Gurgaon Sector 54, Haryana-122011**

**Place : Gurgaon**

**Dated : 8<sup>th</sup> December, 2025**



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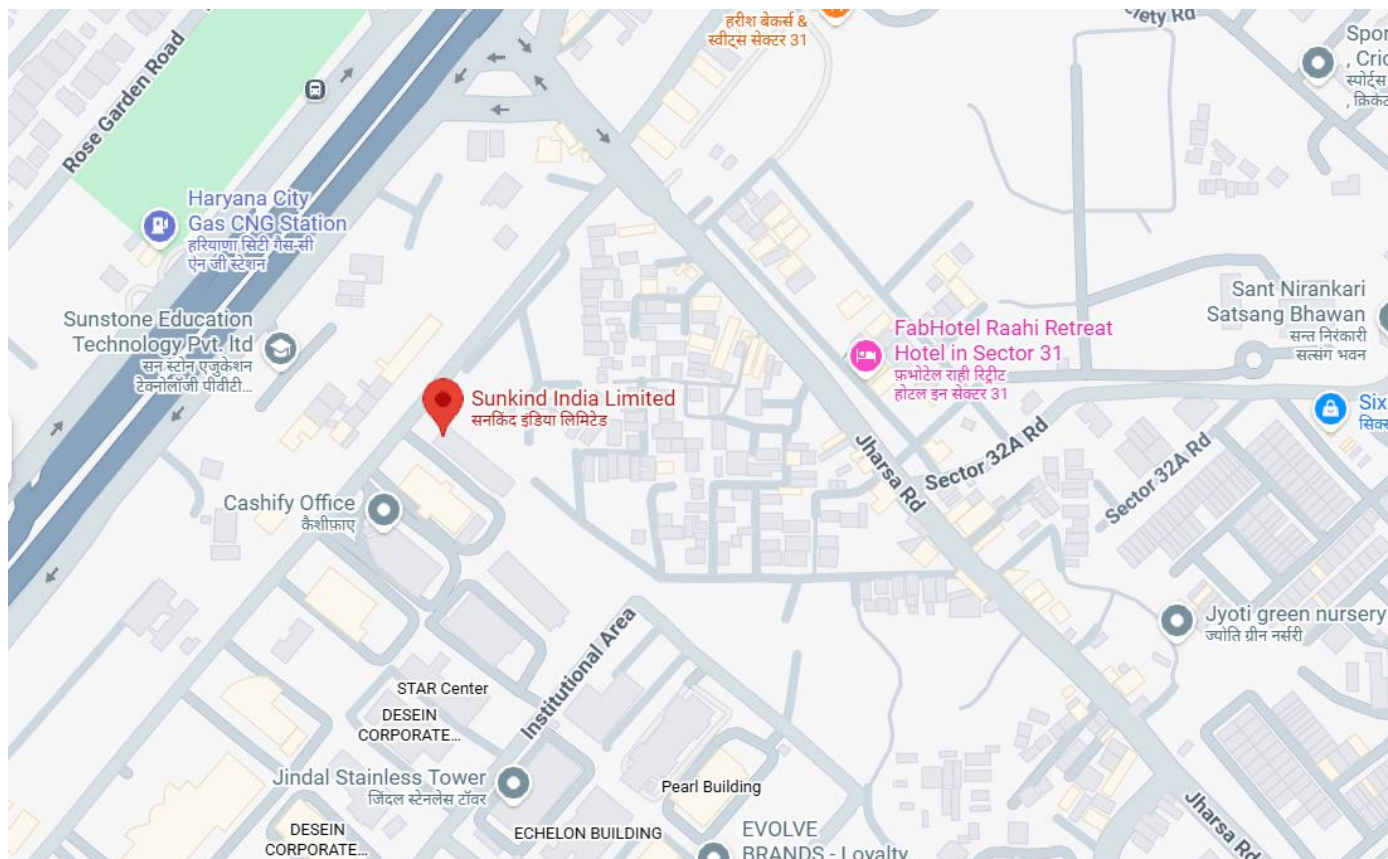
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Google Map of address of venue of meeting is pasted below:

Venue of the 09<sup>th</sup> (Ninth) Extra Ordinary General Meeting [EGM No. 09/2025-26] of SUNKIND INDIA LIMITED to be held on Saturday, the 13<sup>th</sup> Day of December, 2025, at 05:00 P.M. including route map and prominent land mark are as follows:



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Formerly known as Sunkind India Pvt. Ltd.

Regd. Off : Plot No. 97A, AIHP Skyline, 1st Floor, Sector-32, Gurugram, Urban Estate (Gurgaon), Gurgaon, Urban Estate, Haryana, India, 122001  
CIN No. U35105HR2019PLC082656

**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]

**Extra Ordinary General Meeting of SUNKIND INDIA LIMITED – 13<sup>th</sup> December, 2025**

CIN	
Name of the company	
Registered office	

Name of Member(s):					
Registered Address:					
Folio No./Client Id:		DP ID:		E-mail ID	

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

1.	Name:		Address:		
	E mail Id:		Signature:		or failing him/her
2.	Name:		Address:		
	E mail Id:		Signature:		or failing him/her
3.	Name:		Address:		
	E mail Id:		Signature:		or failing him/her

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 Saturday, 13.12.2025 at 05:00 P.M. at Plot No-97A, AIHP Skyline, 1st Floor, Sector 32, Gurugram, Urban Estate, Haryana, India - 122001 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 share		
		For	Against	Abstain
1)	To Approve the Alteration of the Object Clause in the Memorandum of Association			

Signed this ..... day of ..... 2025.

Signature of Shareholder

Signature of Proxy holder(s)

Affix a  
Re.1/-  
Revenue  
Stamp

**Notes:**

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



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Regd. Off : Plot No. 97A, AIHP Skyline, 1st Floor, Sector-32, Gurugram, Urban Estate (Gurgaon), Gurgaon, Urban Estate, Haryana, India, 122001  
CIN No. U35105HR2019PLC082656



**ATTENDANCE SLIP****Extra Ordinary General Meeting of SUNKIND INDIA LIMITED – 13<sup>th</sup> December, 2025**  
(Please fill attendance slip and hand it over at the entrance of the meeting hall.)

1. Full name of the Shareholder/ Proxy/Authorized Representative: .....
2. Folio No. /Client Id: ..... DP ID: ..... E-mail ID: .....
3. If Proxy/Authorized Representative, Full Name of Shareholder: .....

I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Saturday, 13.12.2025 at 05:00 P.M. at Plot No-97A, AIHP Skyline, 1st Floor, Sector 32, Gurugram, Urban Estate, Haryana, India, 122001

\_\_\_\_\_  
**Signature of the Shareholder/ Proxy Holder/Authorized Representative**

**Note:** This attendance slip is to be handover at the entrance of the Meeting Hall.



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