

NOTICE OF 10th EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the Tenth Extra-Ordinary General Meeting of Jana Capital Limited will be held on October 21, 2021, Thursday at 10.30 AM IST through video conferencing ("VC") at the Registered office of the Company at 2nd Floor, No. 80, 5th Cross, 4th Main, Maruthi Extension, Bangalore – 560021 (Deemed Venue), to transact the following business:


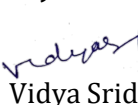
SPECIAL BUSINESS

1. Appointment of Statutory Auditors to fill the casual vacancy.

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

RESOLVED THAT, pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with relevant rules made thereunder and in accordance with RBI notification no. DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021 read with Master Direction on Systematically Important Non-Deposit taking NBFCs, KS Rao & Co., Chartered Accountants having firm registration number 003109S, be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of MSKC & Associates (formerly RK Kumar & Co.), Chartered Accountants and that they shall hold office from the conclusion of tenth Extraordinary General Meeting until the conclusion of ensuing Annual General Meeting to conduct Statutory Audit for the financial year 2021-22, on such remuneration determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

By Order of the Board of Directors
of **Jana Capital Limited**



Vidya Sridharan

Company Secretary (Mem. No. A44354)

Date: 19/10/2021

Place: Bangalore

Notes:

1. *Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated January 13, 2021 permitted convening the Extra-ordinary General Meeting ("EGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act'), the EGM of the Company is being held through VC. The meeting shall be held through Microsoft teams and link for joining the meeting will be shared separately.*
2. *For any technical assistance before or during the meeting, the following person may be contacted:-
Name:- Vidya Sridharan
Phone: 9590848264*

3. *Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this EGM is being held through VC pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed hereto.*
4. *Since the EGM will be held through VC, the route map of the venue of the Meeting is not annexed hereto.*
5. *Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of the meeting will also be available on the Company's website <https://www.janacapital.co.in/>.*
6. *The Company has been maintaining the statutory registers at its registered office at 2nd Floor, No. 80, 5th Cross, 4th Main, Maruthi Extension, Bangalore - 560021. In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic mode on the basis of request from the members and shall remain open and be accessible to any member during the continuance of the meeting.*

EXPLANATORY STATEMENT

The Explanatory Statement, as required under section 102 of the companies Act, 2013 are as follows:

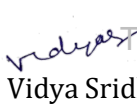

Appointment of Statutory Auditors to fill casual vacancy.

MSKC and Associates, Chartered Accountants, Statutory Auditors resigned with effect from October 6, 2021, on account of reaching the maximum number of Audits for the financial year pursuant to the RBI Circular No.DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021. This gave rise to casual vacancy in the office of Auditor.

On October 19, 2021, the Board of Directors based on the recommendation of the Audit Committee appointed K S Rao & Co., Chartered Accountants having firm registration number 003109S, to fill the casual vacancy caused by the resignation of MSKC and Associates, Chartered Accountants subject to the approval of members at the Extra Ordinary General Meeting. In pursuance to the provisions of Section 139 (8) of the Companies Act, 2013, the company needs to approve the appointment of K S Rao & Co., Chartered Accountants, in the General Meeting of the Company within 3 (three) months from the date of appointment by the Board. Accordingly, the Board of Directors recommends the resolution for your approval.

None of the Directors and Key Managerial Personnel or relatives of them are interested in the above resolution.

By Order of the Board of Directors
of **Jana Capital Limited**

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Vidya Sridharan

Company Secretary (Mem. No. A44354)

Date: 19/10/2021

Place: Bangalore