

HIGH STREET ESSENTIALS PVT. LTD.

C-18, SECTOR-7

NOIDA (UP)

PH No. 0120-4999470

highstreetessentials@gmail.com

CIN:- U52590DL2012PTC230244

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Shareholders of **High Street Essentials Private Limited** will be held on **Monday 29th September, 2014** at 12:30 P.M at the registered office of the Company at **D-3, First Floor, Maharani Bagh, New Delhi-110065** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and the statement of Profit & Loss Account for the year ended on that date together with the Report of Directors' and Auditors thereon.
2. To re-appoint auditors of the company and fix their remuneration.

"RESOLVED THAT pursuant to provisions of Section 139(1) of the Companies Act, 2013 read with relevant rules of the Companies (Audit and Auditors) Rules, M/S **J.K Sahni & Co** Chartered Accountants (firm registration number 008147N) be and are hereby appointed as the Statutory Auditors of the company for a period of five years i.e. from the conclusion of this Annual General Meeting until the conclusion of the sixth consecutive Annual General Meeting of the Company, subject to annual ratification by the shareholders at every Annual General Meeting and at such remuneration as may be fixed by the Boards of Directors of the Company, in addition to the out-of-pocket expenses, as the case may be, incurred by them during the course of the Audit".

SPECIAL BUSINESS:

3. To consider and approve the alteration of Memorandum of Association as per Companies Act, 2013

"RESOLVED THAT, pursuant to provisions of Section 4 read with Section 13 and other applicable provisions of Companies Act, 2013, if any and subject to approval of shareholder a new set of Memorandum of Association as defined under Companies Act 2013, be and is hereby amended and substituted in place of existing Memorandum of Association as placed before the Board and duly initialed by the Chairman for identification purpose."

"RESOLVED FURTHER THAT any Director of the company be and is hereby authorized to sign all e-forms and deeds for and on behalf of the Company and also authorized to do all such act which are incidental thereto."

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4. To consider and approve the alteration of Articles of Association as per Companies Act, 2013

“RESOLVED THAT, pursuant to provisions of Section 5 read with Section 14 and other applicable provisions of Companies Act, 2013, if any and subject to approval of shareholder, a new set of Article of Association as defined under Companies Act 2013, be and is hereby amended and substituted in place of existing Article of Association as placed before the Board and duly initialed by the Chairman for identification purpose.”

“RESOLVED FURTHER THAT any Director of the company be and is hereby authorized to sign all e-forms and deeds for and on behalf of the Company and also authorized to do all such act which are incidental thereto.”

5. Appointment of Mr. Tushar Singh as Director

“RESOLVED THAT Mr. Tushar Singh, who was appointed as an Additional Director in the meeting of the Board of Directors of the company held on the 11th November, 2013 and who hold office as such up to the date of Annual General Meeting be and is hereby appointed as a Director of the Company.”

NOTES:

1. A member entitled to attend & vote at the Annual General Meeting of the company is entitled to appoint person in his proxy to attend & vote instead of himself and such proxy need not be a member of the company.
2. Proxy in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.
3. Shareholders desiring any information as regards accounts or other matters of the notice of the General Meeting are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND FORMING PART OF THE NOTICE CONVENING THE ANNUAL GENERAL MEETING OF THE COMPANY.

ITEM NO. 3 & 4

As per Companies Act 2013, approval of shareholders in the Annual General Meeting is required for adoption of new set of Memorandum of Association and new set of Article of Association due to roll over of the Companies Act 2013.

None of the Directors, Managers and Key Managerial Personnel of the Company, are in any way concerned or interested, financial or otherwise in this resolution.

ITEM NO. 5

Mr. Tushar Singh was appointed as an Additional Director on the Board of the Company w.e.f. 11th November, 2013. Pursuant to the provisions of Section 161 of the Companies Act, 2013, he holds office upto the date of ensuing Annual General Meeting of the Company.

The Company has received notice under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Tushar Singh for the office of the Director under the provisions of Section 160 of the Companies Act, 2013.

Mr. Tushar Singh is an eminent Professional and brings rich and varied experience to the Board. The Board of Directors recommends the resolution set out in Item no. 5 of the accompanying notice for approval of the Shareholders.

None of the Directors, Managers and Key Managerial Personnel of the Company, except Mr. Tushar Singh, are in any way concerned or interested, financial or otherwise in this resolution.

*For and on behalf of
High Street Essentials Private Limited*

Date: 28-08-2014

Place: New Delhi

Sd/-

Shivani Poddar

Director

DIN: 05128649

**Add: D-3 First Floor,
Block D, Maharani Bagh,
Delhi-110065**