



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

## NOTICE OF 08<sup>TH</sup> EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the 08<sup>th</sup> Extra-Ordinary General Meeting of Shareholders of **High Street Essentials Private Limited** will be held on Monday, 29<sup>th</sup> January, 2018 at 04:00 p.m. at corporate office at G-4, Sector-6, Noida, UP-201301 to transact the following business on a shorter notice:

### 1. APPROVAL OF EXECUTION OF TRANSACTION DOCUMENTS

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

**“RESOLVED THAT** any Director of the Company (each an Authorized Signatory and collectively the (**“Authorized Signatories”**)) be and hereby jointly and severally authorized by shareholders of the company to do such acts, deeds and things as the Board in its absolute discretion deems necessary or desirable in connection with the Issue, including, without limitation the following:

- i. negotiate, approve of and decide the terms and conditions of the Issue,
- ii. decide upon the date of opening and closing of the issue and the period for which the aforesaid issue will remain open,
- iii. finalize the date of allocation and deemed date of allotment of the securities,
- iv. negotiate, execute, file and deliver any documents, instruments, deeds, amendments, papers, applications, notices or letters as may be required in connection with the issue and deal with regulatory authorities in connection with the issue including but not limited to Registrar of Companies, Ministry of Corporate Affairs, National Company Law Tribunal (NCLT), and such other authorities as may be required, including without limitation, approve, negotiate, sign, execute, amend, supplement and / or issue the following:
  - a. the offer letter for issue of debentures;
  - b. the offer letter for issue of compulsorily convertible preference shares and one Equity Share;
  - c. the debenture trust deed, the securities subscription agreement, the deed of hypothecation, the debenture trustee appointment agreement and such other deeds, documents, letters and writings as may be required in connection with the proposed rights issue and issuance of non-convertible debentures (collectively referred to as the **“Transaction Documents”**);
  - d. any other documents required for the purposes of issuance of securities and the transactions contemplated thereby, including but not limited to letters of undertaking, declarations, agreements, arrangements and reports, if applicable; and
  - e. any other document designated as a transaction document by the Debenture Trustee.
  - f. do all other acts, deeds and things as may be deemed necessary to give effect to the foregoing and the other terms of this resolution.”

**“RESOLVED FURTHER THAT** M/s Axis Trustee Services Limited be and is hereby appointed as Debenture Trustees who have conveyed in writing their acceptance to act as Trustees for the issuance of debentures.”

**“RESOLVED FURTHER THAT** the Authorized Signatory be and are hereby authorized severally to take all necessary and appropriate steps relating to the Transaction Documents and creation and perfection of security created through the deed of hypothecation or such other Transaction Documents including signing and submitting the necessary forms with the Registrar of Companies and other relevant authorities.”



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

“RESOLVED FURTHER THAT a certified true copy of this resolution be furnished, as may be required, under the signatures of any of the Directors or Company Secretary of the Company.”

## 2. APPROVAL FOR ISSUANCE OF 01 (ONE) SERIES B EQUITY SHARE AND 4,670 SERIES A1 COMPULSORY CONVERTIBLE PREFERENCE SHARES (CCPS) TO TRIFECTA VENTURE DEBT FUND – I

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

“RESOLVED THAT pursuant to provisions of Section 62(1)(a)(iii) of the Companies Act, 2013 consent of shareholders of the Company be and is hereby accorded to create, issue, offer and allot as below:-

a) 01 (One) Series B Equity Share of face value Rs.10/-each, at Rs. 1,338.82/- (Indian Rupees One Thousand Three Hundred Thirty Eight and Eighty Two Paise Only) per share (inclusive of a share premium of Rs. 1,328.82 per equity share) to **TRIFECTA VENTURE DEBT FUND – I**.

b) 4,670 (Four Thousand Six Hundred Seventy) Series A1 Compulsorily Convertible Preference Shares of face value Rs.10/- each, at Rs. 1,338.82/- (Indian Rupees One Thousand Three Hundred Thirty Eight and Eighty Two Paise Only) per share (inclusive of a share premium of Rs. 1328.82/- per share) to **TRIFECTA VENTURE DEBT FUND – I**. Compulsorily convertible preference shares is partly paid to the extent of Re. 1/- only on the following terms and conditions:

S. No	Particulars	Details
1.	the priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares	no dividend shall be payable on Series A1 CCPS and CCPS holders have priority with respect to repayment of capital vis-a-vis equity shares;
2.	the participation in surplus fund	N.A.
3.	the participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid	they shall participate in surplus assets and profits, on winding up which may remain after the entire capital has been paid;
4.	the payment of dividend on cumulative or non-cumulative basis	Each Series A1 CCPS shall be entitled to a cumulative dividend of [0.01%] in preference of Equity Shares. Dividend shall be paid as and when it is paid and declared on Equity Shares.
5.	the conversion of preference shares into equity shares	Series A1 CCPS shall be converted into Equity Shares upon happening of the following two events:  i. at the election of the Series A1 CCPS Holder; or ii. in the event Series A1 CCPS Holder does not elect to convert the Series A1 CCPS held by it, the Company shall and the Promoter shall cause the Company to convert the Series A1 CCPS into Equity Shares upon occurrence of events specified in clause III(b) of the Schedule of Securities Subscription agreement.



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

6.	the voting rights	The Series A1 CCPS shall have the voting rights, prescribed under applicable Law.
7.	the redemption of preference shares	Series A1 CCPS cannot be redeemed as they are compulsorily convertible.

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any officer / director of the Company be and are hereby severally authorized to negotiate and to sign, execute, amend and alter all necessary documents to Trifecta Venture Debt Fund - I and make all requisite filings with the Registrar of Companies for the purpose of issuance and allotment of the Shares through private placement and to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

### 3. APPROVAL FOR ISSUANCE OF NON-CONVERTIBLE DEBENTURES TO TRIFECTA VENTURE DEBT FUND - I ON PRIVATE PLACEMENT BASIS

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

“**RESOLVED THAT** pursuant to the provisions of Section 42 and Section 71 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 and in terms of provisions of the Memorandum and Articles of Association of the Company, as amended from time to time and/or other applicable provisions of laws and statutory and/or regulatory requirements and in terms of provisions of the securities subscription agreement, consent of Shareholders of the Company be and is hereby accorded to borrow **INR 5,00,00,000 (Indian Rupees Five Crores)** by way of issuance and allotment of 50 unlisted, redeemable, secured, non-convertible debentures of face value of INR 10,00,000 each (“**NCDs**”) to Trifecta Venture Debt Fund - I on private placement basis through issue of private placement offer letter.”

“**RESOLVED FURTHER THAT** Board of Directors be and is hereby authorized to decide/ amend/ alter the coupon rate / interest rate, types of securities, tenure and repayment of Debentures, listing of Debentures, and any other terms and conditions as may be required from time to time for issuance of Debentures and as may be required by the Company or investors.”

“**RESOLVED FURTHER THAT** the draft of the application form with private placement offer letter in form PAS- 4 and along with other documents and recorded in form PAS-5 be and is hereby approved by the Shareholders of the company.”

“**RESOLVED FURTHER THAT** the Company has opened a separate bank account with Deutsche bank (A/c no. 000025376990046) for the purpose of receiving the aforesaid investment.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any officer / director of the Company be and are hereby severally authorized to negotiate and to sign, execute, amend and alter all necessary documents including the securities subscription agreement, the private placement offer letter, and / or any other deed, document, letter, agreement, dispatch the letter of offer and application form to Trifecta Venture Debt Fund - I and make all requisite filings with the Registrar of Companies for the purpose of issuance and allotment of the



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

Debentures through private placement and to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

## 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 of the company. The proxy form in order to be effective must be deposited with the company not less than 48 hours before the commencement of the meeting.

2. Explanatory Statement as required under section 102 of the Companies Act, 2013 in respect of special business under item no.1, 2 and 3 are annexed.

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

Sd/-

**Shivani Poddar  
Whole-time Director  
DIN: 05128649  
D-3 First Floor,  
Block D, Maharani Bagh  
Delhi-110065**

Place: Noida

Date: 29.01.2018



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

## EXPLANATORY STATEMENT AS PER THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

### Item No.1 Approval for execution of Transaction Documents

The Company requires funds for general corporate purposes and therefore, there is requirement to execute debenture trust deed, securities subscription agreement, deed of hypothecation, debenture trustee appointment agreement and other deeds, documents, letters and writings as may be required in connection with the proposed rights issue and issuance of non-convertible debentures (collectively referred to as the "Transaction Documents").

As per Companies Act, 2013, approval of Shareholders in the Extra-Ordinary General Meeting is required by passing Special resolution.

None of the Directors, Managers and Key Managerial Personnel of the company except Ms. Shivani Poddar, Ms. Tanvi Malik and Mr. Vinod Kumar Poddar is in any way concerned or interested, financial or otherwise in this resolution.

### Item No.2 Approval for Issuance of Series B 1 Equity Share and 4670 CCPS Preference Shares on Private Placement Basis to Trifecta Venture Debt Fund – I

Pursuant to the Rights Issue, existing shareholders of the Company have declined to subscribe the Rights Issue which the Board has the right to allocate in accordance with the provisions of Companies Act, 2013. The Board is desirous of issuing of Series B 1 Equity Share and Series A1 CCPS to the Trifecta Venture Debt Fund – I in accordance with the provisions of Section 62(1)(a)(iii) of the Companies Act, 2013.

As per Companies Act, 2013, approval of Shareholders in the Extra-Ordinary General Meeting is required to be obtained for the terms and conditions offering to Preference shareholders by passing Special resolution.

Disclosures required as per Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014 are attached separately as Annexure A.

None of the Directors, Managers and Key Managerial Personnel of the company except Ms. Shivani Poddar, Ms. Tanvi Malik and Mr. Vinod Kumar Poddar is in any way concerned or interested, financial or otherwise in this resolution.

### Item No.3 Approval for issuance of non-convertible debentures to Trifecta Venture Debt Fund - I on private placement basis

The Company requires funds for general corporate purposes and accord its approval for making a private placement offer for issuance of unlisted, secured, redeemable non-convertible debentures on a private placement basis in the Board Meeting dated 29.01.2018 pursuant to the provisions of Section 42 and Section 71 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014.

As per Companies Act, 2013, approval of Shareholders in the Extra-Ordinary General Meeting is required by passing Special resolution.



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

None of the Directors, Managers and Key Managerial Personnel of the company except Ms. Shivani Poddar, Ms. Tanvi Malik and Mr. Vinod Kumar Poddar is in any way concerned or interested, financial or otherwise in this resolution.

## Annexure A

**As per Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014, the explanatory statement to be annexed to the notice of the general meeting pursuant to section 102 shall, inter-alia, provide the complete material facts concerned with and relevant to the issue of such shares, including-**

- a) Size of the issue and the total number of preference shares to be issued and nominal value of each share:
  - i. Size of the issue: INR 62,52,289.40 /-
  - ii. Total number of preference shares to be issued: 4,670
- b) Nature of shares: Series A1 Compulsorily convertible preference shares partly paid up.
- c) Objectives of the Issue: To meet the funds requirement for general corporate purposes
- d) The price at which such shares are proposed to be issued: The Offer price is Rs. 1,338.82/- per share. (Inclusive of Premium of Rs. 1,328.82/- per share). The amount of Re. 1/- per share shall be payable on application. (Partly paid up).
- e) Basis on which the price has been arrived: On the basis of the report of Sanjay Bhuwania & Co., Chartered Accountants, Firm Regn. 022755N, (CA. S.K. Bhuwania, Membership No: 038251) dated 17<sup>th</sup> January, 2018. The valuation is based on the Discounted Cash Flow Method.
- f) The terms of issue, including terms and rate of dividend on each share, etc.:
  - a) Dividend: Each Series A1 CCPS shall be entitled to a cumulative dividend of 0.01% in preference of Equity Shares. Dividend shall be paid as and when it is paid and declared on Equity Shares.
  - b) Liquidation Preference: In the event of a Liquidity Event, the Series A1 CCPS shall have liquidation preference as available to the holders of 'preferred shares' issued to investors in subsequent investments.
  - c) Term: Series A1 CCPS shall be converted into Equity Shares upon happening of the following two events:
    - I. at the election of the Series A1 CCPS Holder; or
    - II. in the event Series A1 CCPS Holder does not elect to convert the Series A1 CCPS held by it, the Company shall and the Promoter shall cause the Company to convert the Series A1 CCPS into Equity Shares upon occurrence of specified events .
- g) The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion:
  - i. Term of Redemption: Not applicable
  - b. Term of Conversion: Series A1 CCPS shall be converted into Equity Shares upon happening of the following two events:
    - i. at the election of the Series A1 CCPS Holder; or
    - ii. in the event Series A1 CCPS Holder does not elect to convert the Series A1 CCPS held by it, the Company shall and the Promoter shall cause the Company to convert the Series A1 CCPS into



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

Equity Shares upon occurrence of specified events .

- h) The manner and modes of redemption: Not applicable  
i) Current shareholding pattern of the Company:

S. No.	Name of Shareholder	Type of Share Equity/CCPS	No. of Shares (A)	FV per share (B)	Total (A)*(B)	Paid up value per share (c)	Total (A)*(c)	% shareholding
1	Vinod Kumar Poddar	Equity Shares Equity Share of E Series	70,000 2,318	10 10	7,23,180	10 10	7,23,180	7.63
2	Shivani Poddar	Equity Shares Equity Share of A1 Series	3,15,000 1,334	10 50	32,16,700	10 50	32,16,700	33.36
3	Tanvi Malik	Equity Shares Equity Share of A1 Series	3,15,000 1,334	10 50	32,16,700	10 50	32,16,700	33.36
4	Dominor Investment Holding LLP	Equity shares of B Equity shares of C Series Equity shares of E	10,090 2,106 9,270	10 10 10	214660	10 5 10	2,04,130	2.26
5	Rehan Yar Khan	Equity shares of B and C Series	7,568 1,580	10 10	91,480	10 5	83,580	0.96
6	Mohit Goyal / Malavika Goyal	Equity shares of B Equity shares of C Series Equity shares of E	7,568 1,580 3,169	10 10 10	1,23,170	10 5 10	1,15,270	1.3
7	BFL Investments & Financial Consultants Pvt. Ltd.	Equity shares of B series Equity shares of E	7065 2,817	10 10	98,820	10 10	98,820	1.04
8	Pradeep Kumar	Equity shares of B series	5046	10	50,460	10	50,460	0.53
9	Viswanath Ramachandran	Equity shares of B series	4,417	10	44,170	10	44,170	0.47
10	FAO Ventures LLP	Equity shares of B series Equity shares of E	10,090 2,318	10 10	1,24,080	10 10	1,24,080	1.31
11	Neeraj Goenka	Equity shares of B series Equity shares of E	10,090 4,635	10 10	1,47,250	10 10	1,47,250	1.55

Regd. Off.: D-3, 1<sup>st</sup> Floor, Maharani Bagh, New Delhi-110065



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

12	Bharat Odhavji Mehta	Equity shares of B series	5,046	10	50,460	10	50,460	0.53
13	Splice Advisors Pvt Ltd	Equity shares of B series	6,055	10	60,550	10	60,550	0.64
14	Ritesh Veera	Equity shares of B series Equity shares of E	5046 3,476	10 10	85,220	10 10	85,220	1
15	Ankur Meattle	Equity shares of B series	3,021	10	30,210	10	30,210	0.32
16	Hari Balasubramanian	Equity shares of B series Equity shares of E	4719 463	10 10	51,820	10 10	51,820	0.55
17	Karan Singh Thakral	Equity shares of B series	6,043	10	60,430	10	60,430	0.64
18	Vinish Kathuria	Equity shares of B series	5,046	10	50,460	10	50,460	0.53
19	Prayerna Kaul	Equity shares of B series Equity shares of E	5046 2,012	10 10	70,580	10 10	70,580	0.74
20	Bharathram Thothadri	Equity shares of B series	5,046	10	50,460	10	50,460	0.53
21	Vikas Kuthiala	Equity shares of B series Equity shares of E	7064 2,817	10 10	98,810	10 10	98,810	1.04
22	Rajiv Mehta	Equity shares of B series Equity shares of E	5046 2,897	10 10	79,430	10 10	79,430	0.84
23	Priyank Shankar Garg	Equity shares of B series Equity shares of E	7568 2,318	10 10	98,860	10 10	98,860	1.04
24	Harish Seth	Equity shares of B series Equity shares of E	5046 2,318	10 10	73,640	10 10	73,640	0.78
25	Nitin Dass Jain	Equity shares of B series	5,046	10	50,460	10	50,460	0.53
26	Anku Jain	Equity shares of B series	6,055	10	60,550	10	60,550	0.64
27	Raman Roy / Charu Sehgal	Equity shares of B series Equity shares of E	5046 2,012	10 10	70,580	10 10	70,580	0.74
28	Anita Meattle	Equity shares of B series	5,046	10	50,460	10	50,460	0.53
29	Bikram Dasgupta	Equity shares of B series	5,046	10	50,460	10	50,460	0.53
30	Anupam Gopal Mittal	Equity shares of B series Equity shares of E	5046 6,953	10 10	119,990	10 10	119,990	1.3





# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

31	Indian Angel Network Services Pvt. Ltd.	Equity B and D series	105 1580	10	16,850	10 5	8,950	0.18
32	Mona Meattle	Equity shares of B series Equity shares of E	2025 2,012	10 10	40,370	10 10	40,370	0.43
33	SGAN India Pvt. Ltd. (Formally known as GCK Financial Services Pvt. Ltd.)	Equity shares of B series Equity shares of E	4,047 4,024	10 10	80,710	10 10	80,710	0.85
34	Rajasekhara Rao Mukkamala	Equity shares of E series	2,415	10	24,150	10	24,150	0.25
35	Sudeept Malik	Equity shares of E series	3,476	10	34,760	10	34,760	0.37
36	Rakesh Khanna	Equity shares of E series	2,318	10	23,180	10	23,180	0.24
37	Praerna Handa	Equity shares of E series	1,159	10	11,590	10	11,590	0.12
38	Allia El Rufai	Equity shares of E series	2,318	10	23,180	10	23,180	0.24
39	Bharathram Thothadri	Equity shares of E series	2,012	10	20,120	10	20,120	0.21
40	India Quotient 2	Equity shares of F series	100	10	1,000	10	1,000	0.01
	<b>TOTAL NO. OF EQUITY SHARES</b>		<b>9,48,329</b>				<b>95,55,780</b>	100
41	India Quotient 2	CCPS	1,42,182	10	14,21,820	10	14,21,820	67.49
42	Dominor Investment Holding LLP (IAN Investors)	CCPS	14,235	10	142350	10	1,42,350	6.76
43	Vikas Kuthiala (IAN Investors)	CCPS	2,661	10	26610	10	26610	1.26
44	Dominor Investment Holding LLP	CCPS	12,450	10	124500	10	124500	5.91
45	Ranjan Sharma and Poonam Sharma	CCPS	26,678	10	266780	10	266780	12.66
46	Aswin Babulal Shah, c/o FAO Ventures LLP	CCPS	8,893	10	88930	10	88930	4.22



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

47	Avirat Arora	CCPS	3,557	10	35570	10	35570	1.69
	<b>TOTAL NO. OF CCPS</b>		<b>2,10,656</b>				<b>21,06,560</b>	<b>100.00</b>

j. The expected dilution in equity share capital upon conversion of Preference shares: Series A1 Compulsory Convertible Preference share will get converted into Equity shares on conversion date as mutually decided.

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

Sd/-

**Shivani Poddar  
Whole-time Director  
DIN: 05128649  
D-3 First Floor,  
Block D, Maharani Bagh  
Delhi-110065**

Place: Noida

Date: 29.01.2018



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

## ATTENDANCE SLIP

08<sup>TH</sup> EXTRA-ORDINARY GENERAL MEETING-29<sup>TH</sup> JANUARY, 2018

Registered Folio No./DP ID No./Client ID No.:

--	--	--	--	--	--	--	--	--	--	--	--	--	--

Number of Shares held

--	--	--	--	--	--	--	--

I certify that I am a member/proxy/authorised representative for the member of the Company.

I hereby record my presence at the Extra-Ordinary General Meeting of the Company to be held at Corporate office at G-4, Sector-6, Noida-201301, UP on Monday, 29<sup>th</sup> January, 2018 at 04:00 p.m.

.....

Name of the member/proxy

(in BLOCK Letters)

.....

Signature of the member/proxy

### Note:

1. Shareholders/Proxy holders wishing to attend the meeting should bring the duly filled attendance slip for the meeting.



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

CIN: U52590DL2012PTC230244

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]

**08<sup>TH</sup> EXTRA-ORDINARY GENERAL MEETING-29<sup>TH</sup> JANUARY, 2018**

Name of the Shareholder(s):
Registered address:
E-mail Id:

I/ We, being the Shareholder of ..... Equity Shares of High Street Essentials Private Limited hereby appoints:

1. Name: .....

Address:.....

E-mail Id:.....

Signature: ....., or failing him/her

2. Name: .....

Address:.....

E-mail Id:.....

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 08<sup>th</sup> Extra-Ordinary General Meeting of Shareholders of the Company, to be held on Monday, 29<sup>th</sup> January, 2018 at 04:00 p.m. at Corporate office at G-4, Sector-6, Noida-201301, UP at any adjournment thereof in respect of such resolutions as are indicated below:

**Regd. Off.: D-3, 1<sup>st</sup> Floor, Maharani Bagh, New Delhi-110065**



# HIGH STREET ESSENTIALS PRIVATE LIMITED

G-4, Sector-6, Noida (UP)-201301 Ph: 0120-4999470

Website: [www.faballey.com](http://www.faballey.com) E-mail: [Highstreetessentials@gmail.com](mailto:Highstreetessentials@gmail.com)

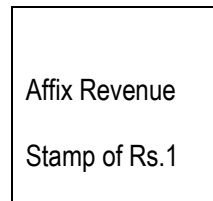
CIN: U52590DL2012PTC230244

Resolution No.	Description of Resolution	Vote(optional see Note 2) (Mention number of shares)		
		For	Against	Abstain
<b>Special Business</b>				
1.	Approval of Execution of Transaction Documents			
2.	Approval for Issuance of 01 (One) Series B Equity Share And 4,670 Series A1 Compulsory Convertible Preference Shares (CCPS) To Trifecta Venture Debt Fund – I			
3.	Approval for Issuance of Non-Convertible Debentures to Trifecta Venture Debt Fund - I on Private Placement Basis			

Signed this ..... day of.....2018

Signature of Shareholder:.....

Signature of Proxy holder(s):.....



## Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Extra-Ordinary General Meeting.
2. If you leave the “for”, “against”, “abstain” column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.