

EARTHOOD SERVICES PRIVATE LIMITED

REG OFF : UNIT NO 409 AND 410, 4TH FLOOR , TOWER B4 , SPAZE TECH PARK SOHNA ROAD
SECTOR 49 GURUGRAM , HARYANA 1220018IN
CIN : U93000HR2012PTC047116

NOTICE of 10th ANNUAL GENERAL MEETING

Notice is hereby given that the 10th Annual General Meeting of the Members of EARTHOOD SERVICES PRIVATE LIMITED will be held on Friday, 30th Day of September, 2022 at 11.00 A.M., at the registered office of the company AT unit no 409 and 410, 4th floor , tower B4 Spaze tech park Sohna road , sector 49 Gurugram, Haryana IN

ORDINARY BUSINESS:

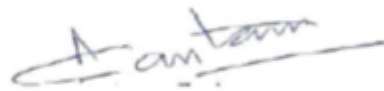
1. To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.
2. To consider and if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution:**

At the 10th Annual General Meeting of the Company held on September 30, 2022, the members approved appointment of TINU SOOD AND COMPANY, Chartered Accountants (Firm Registration Number -022090N) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of 10th Annual General Meeting till the conclusion of the 16th Annual General Meeting, subject to ratification of their appointment by members at every Annual General Meeting if so required by the Companies Act 2013. Vide notification dated May 7, 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 10TH Annual General Meeting.

By Order of the Board
EARTHOOD SERVICES PRIVATE LIMITED



KAVIRAJ SINGH
DIRECTOR
DIN : 03348070



ASHOK KUMAR GAUTAM
DIRECTOR
DIN : 06715620

Place: GURUGRAM, HARYANA
Date: 30/08/2022

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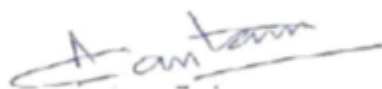
NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED AND SIGNED IN THE ENCLOSED FORM AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. 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 carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/proxies are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
4. Attendance slip and proxy forms are annexed herewith. The shareholders are advised in their own interest, to carry the attendance slip to the venue of the meeting. Shareholders appointing the proxies are advised to execute the proxies in the form provided.
5. Members are advised to notify the change in their address.
6. Corporate members intending to send their authorized representative to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.

By Order of the Board
EARTHOOD SERVICES PRIVATE LIMITED



KAVIRAJ SINGH
DIRECTOR
DIN : 03348070



ASHOK KUMAR GAUTAM
DIRECTOR
DIN : 06715620

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ATTENDANCE SLIP

**10TH Annual General Meeting OF EARTHOOD SERVICES PRIVATE LIMITED held on Friday
30TH SEPTEMBER 2022**

Members Regd. Folio No.	
No. of shares held	
Member's/ Proxy's name in Block Letter	
Address of the Member	

I certify that I am a registered shareholder/ proxy for the registered Shareholder of the Company and hereby record my presence at the 10th Annual General Meeting of the Company held on Friday 30TH SEPTEMBER 2022 AT REGISTERED OFFICE -61-GH -12, PASCHIM VIHAR NEW DELHI IN .

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Notes:

1. Please fill the attendance slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
2. Joint shareholders may obtain additional Slip at the venue of the meeting.
3. Members/ Proxy Holders/ Authorized Representatives are requested to show their Photo ID proof for attending the Meeting. Authorized Representatives of Corporate Member(s) shall produce proper authorization issued in their favor.

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PROXY FORM

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies

(Management and Administration) Rules, 2014]

CIN: U93000HR2012PTC047116

Name of the Company : EARTHOOD SERVICES PRIVATE LIMITED

Registered office : UNIT NO 409 AND 410 , 4TH FLOOR , TOWER B4 , SPAZE ,TECH PARK SOHNA ROAD , SECTOR 49 GURUGRAM , HARYANA IN

AGM Venue : UNIT NO 409 AND 410 , 4TH FLOOR , TOWER B4 , SPAZE ,TECH PARK SOHNA ROAD , SECTOR 49 GURUGRAM , HARYANA IN

Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP 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

2. Name:
Address:
E-mail Id:
Signature:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10TH **Annual General Meeting** of the Company, to be held on Friday 30TH SEPTEMBER 2022 at **11.00 A.M.** at, unit no 409 and 410, 4th floor , tower B4 ,spaze, tech park, sohna road sector 49 gurugram haryana and at any adjournment thereof in respect of such resolutions as are indicated below:

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Resolution No.	Description	For	Against
1.	To receive, consider and adopt the audited Financial Statement of the Company for the Financial Year ended at March 31, 2022 and the Reports of the Board of Directors and the Auditors thereon.		
2.	At the 10th Annual General Meeting of the Company held on September 30, 2022, the members approved appointment of TINU SOOD AND COMPANY, Chartered Accountants (Firm Registration Number -022090N) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of 10th Annual General Meeting till the conclusion of the 16th Annual General Meeting, subject to ratification of their appointment by members at every Annual General Meeting if so required by the Companies Act 2013. Vide notification dated May 7, 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 10TH Annual General Meeting.		

Signed this..... day of..... 2022

Signature of shareholder.....

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

Notes:

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 commencement of the Meeting.
2. Appointing proxy does not prevent a member from attending in person if he so wishes .
3. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Affix Rs. 1
Revenue
Stamp

DIRECTORS' REPORT

To,
The Members,

Your Directors are pleased to present the 10th Annual Report of the Company along with the Audited Financial Statements of the Company for the financial year ended on March 31, 2022:

1. FINANCIAL RESULTS

The Company's financial performance for the year under review is given hereunder:

Particulars	2021-22	2020-2021
Total Income	92707052.25	70841319.47
Total Expenditure	83813461.83	64611714.02
Operating Profit (PBIT)	8893590.42	6229605.45
Depreciation & Amortization Expenses	0	0
Profit before Tax (PBT)	8893590.42	6229605.45
Provision for Taxes	139726.79	2592911.78
Profit/(Loss) carried to Balance Sheet	8753863.63	3636693.67

2. DIVIDEND

No Dividend was declared during the year under review.

3. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid during the year.

4. TRANSFER TO RESERVES

During the period under review, no amount has been transferred to Reserves.

5. CHANGE IN SHARE CAPITAL

A. Buy Back of Securities

The Company has not bought back any of its securities during the year under review.

B. Sweat Equity

The Company has not issued any Sweat Equity Shares during the year under review.

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C. Bonus Shares

No Bonus Shares were issued during the year under review.

D. Employees Stock Option Plan

The Company has not provided any Stock Option Scheme to the employees.

6. MATERIAL CHANGES AND COMMITMENT

In term of Section 134(3) (l) of the Companies Act, 2013, it is reported that **No** material changes and commitments were reported, after the closure of Financial Year 2021-2022 (March 31, 2022) till the date of this report (30/08/2022), which could affect the financial position of the Company.

7. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company.

8. DEPOSITS

During the year, the Company has neither invited nor accepted any deposits within the meaning of Section 73 of Companies Act, 2013 read with the Rules framed there under.

9. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the financial year 2021-22, there was a change in the Board of Directors of your Company.

S. No.	Name of Director	Resignation/ Appointment
1	Sanjeev Kumar	Resignation as on 21 st Dec. 2021

10. NUMBER OF MEETINGS OF BOARD OF DIRECTORS

During the Financial Year 2021-22, Four (5) meetings of the Board of Directors of the Company were held i.e. 10TH May 2021, 24TH August 2021, and 2nd November 2021, 13th December 2021, 3rd march 2022 in respect of which proper notice were given and the proceedings were properly recorded, signed and maintained in the Minutes book kept by the Company for the purpose.

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THE NAME OF DIRECTORS AND ATTENDANCE OF THE DIRECTORS DURING THE YEAR ARE AS FOLLOWS

Sl. No.	Name of the Director	Number of Meetings attended
1	KAVIRAJ SINGH	5/5
2	ASHOK KUMARGAUTAM	5/5

11. STATUTORY AUDITORS:

In accordance with Section 139 of the Companies Act, 2013 and the rules made thereunder, At the 10th Annual General Meeting of the Company held on September 30th 2022, the members approved appointment of TINU SOOD AND COMPANY, Chartered Accountants (Firm Registration Number -022090N) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that Annual General Meeting till the conclusion of the 16th Annual General Meeting, subject to ratification of their appointment by members at every Annual General Meeting if so required by the Companies Act 2013.

Vide notification dated May 7, 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting.

12. STATUTORY AUDITOR'S REPORT

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The auditors remarks in their report are self-explanatory and do not call for any further comments.

13. EXTRACT OF THE ANNUAL RETURN

Pursuant to the provisions of Section 134 (3) (a) of the Companies Act, 2013, an extract of the Annual Return in **Form MGT-9** is not attached as **the same is not mandatory now.**

14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year, the Company had not given any loan, given any guarantee and not made any investments under Section 186 of the Companies Act, 2013.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All transactions entered into with related party during the Financial Year were in the ordinary course of business at arm's length price. Further, there are no materially or significant related party transactions during the year under review made by the

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Company with Promoters, Directors, or other designated persons, which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

However, the disclosure of transactions with related party for the year, as per Accounting Standard -18 (AS-18) 'Related Party Disclosures' is given in the Balance Sheet as on 31st March, 2022.

16. INTERNAL FINANCIAL CONTROL

The Company's Internal Financial Control Systems are commensurate with the nature of its business and the size and complexity of operations. The company has in placed adequate Internal Financial Control with reference to financial statements.

17. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Pursuant to the Provision of Section 135 (1), Rule 9 of the Companies (Accounts) Rules, 2014 read with Companies (Corporate Social Responsibility) Rules, 2014 the implementation of Corporate Social Responsibility is not applicable to the Company.

18. RISK MANAGEMENT POLICY

The Company manages, monitor and reports on the uncertainties and has put in place a mechanism to identify, assess, monitor and mitigate various risks associated with the business. Risks are analysed and corrective actions are taken for managing/mitigating them. The Risk Management Policy is framed to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policies and procedures.

19. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

During the year, no significant and material order(s) had been passed by the Regulators or Courts or Tribunals, which may adversely impact the going concern status of the Company and its operations in future.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 134(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014, in pertaining to disclosure of particulars of conservation of energy, technology absorption in the Report of the Board of Directors, are not applicable to the company.

Particulars of Foreign Exchange Earning and outgo:-

	31.03.2022	31.03.2022
Foreign exchange earnings:	Nil	Nil
Foreign exchange outgo:	Nil	Nil

21. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

22. SHARE CAPITAL :

The Authorized share capital of the Company as on March 31, 2022 was Rs. 18,00,000 (Eighteen Lakhs Rupees) comprising of equity shares of Rs. 10/- each.

The Paid -up share capital of the Company as on March 31, 2022 was Rs. 300000(Three Lakhs Rupees) comprising of equity shares of Rs. 10/- each.

23. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2022, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2022;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

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- (d) the directors had prepared the annual accounts not a going concern basis;
- (e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS

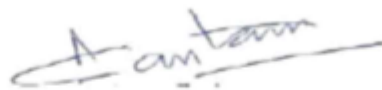
Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

NOTE:- Company being a private limited company the provisions of Independent Directors, KMP, Composition of Committee viz. Audit/Nomination/Remuneration Committee, and vigil mechanism and Secretarial Audit is not applicable to our Company hence disclosure on this front is not required. Further, there is no amount pending on account of Unpaid/Unclaimed dividend during any of the previous financial years.

By Order of the Board
For : EARTHOOD SERVICES PRIVATE LIMITED



KAVIRAJ SINGH
DIRECTOR
DIN: 03348070



ASHOK KUMAR GAUTAM
DIRECTOR
DIN : 06715620

Place : GURUGRAM , HARYANA
Date: 30/08/2022