

SPICE CONNECT PRIVATE LIMITED

Plot No. 19A & 19B, Sector-125,

Noida – 201301 (U.P)

Phone: 0120-3355131, 3859000



NOTICE OF FOURTEENTH (14th) ANNUAL GENERAL MEETING

Notice is hereby given that the fourteenth Annual General Meeting of the members of **Spice Connect Private Limited** will be held on **Tuesday, the 30th day of September, 2025 at 02:00 P.M** at the registered office of the Company at **JA-122, 1st Floor, DLF Tower A, Jasola District Centre, New Delhi-110025**, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

- i) the Audited Financial Statement of the Company for the financial year ended March 31, 2025 along with the Reports of the Board of Directors and the Auditors thereon;
- ii) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025 along with the Report of the Auditors thereon.

SPECIAL BUSINESS:

2. To consider and approve appointment of Mr. Mohit Bansal (DIN: 07496766) as Whole-time Director of the Company, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161 and other relevant provisions, if any of the Companies Act, 2013 (the ‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and who has given his consent to act as a Whole time Director, Mr. Mohit Bansal (DIN: 07496766) be and is hereby appointed as an Director in the capacity of Whole time Director of the Company effective from 7th April, 2025.

RESOLVED FURTHER THAT pursuant Sections 179, 196, 203 and other applicable provisions, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Mohit Bansal (DIN: 07496766) be and is hereby appointed as an Director designated as Whole-time Director of the Company at an annual remuneration of Rs. 38,50,000/- (Rupees Thirty Eight lakhs Fifty Thousand only) for a period of three years effective from 7th April, 2025.

FURTHER RESOLVED THAT any of the Directors and Company Secretary of the Company be and are hereby severally authorized to file necessary documents and forms with the Ministry of Corporate Affairs/Registrar of Companies and such other authorities and to do all such acts, deeds and things as may be deemed necessary and expedient to give effect to this resolution.”

By order of the Board
For Spice Connect Private Limited

A handwritten signature in blue ink, appearing to read 'Perna Jain', written over a blue circular stamp.

(Perna Jain)
Company Secretary
M. No. A36308



Date: 18.09.2025

Place: Noida

Regd. Office: JA - 122, DLF Tower-A, Jasola District Center, New Delhi-110025

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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 AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED AND SIGNED SHOULD REACH THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED.

A person shall not act as a proxy for more than fifty members and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, 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.

2. Only registered members carrying the attendance slip and the holders of valid proxies registered with the Company will be permitted to attend the Meeting.
3. A corporate member shall be deemed to be personally present only if it is represented in accordance with Section 113 of the Companies Act, 2013, i.e., only if the corporate member brings along or sends before the meeting, a certified true copy of the board resolution authorizing the representative to attend and vote at the Annual General meeting.
4. Members desiring any information with regard to Accounts/Reports are requested to submit their queries addressed to the Company Secretary of the Company at least 10 days in advance of the Annual General Meeting so that the information called for can be made available at the Meeting.
5. All documents, including those required to be kept for inspection, referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office and Corporate Office of the Company on all working days, except Saturdays, Sundays and holidays, during the business hours up to the date of the Annual General Meeting.
6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
7. In terms of the requirements of Secretarial Standards-2 on "General Meetings" issued by the Institute of Company Secretaries of India and approved and notified by the Central Government, route map for the location of the aforesaid meeting is enclosed.
8. The meeting is called at shorter notice. Therefore, members /shareholders are requested to share their written consent on or before the date of Annual General Meeting.

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EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

Item No.:2

The Board of Directors of the Company at its meeting held on 6th April, 2025, appointed Mr. Mohit Bansal (DIN: 07496766) as an Additional Director and designated him as the Whole-time Director of the Company with effective from 7th April 2025, subject to approval of the Members of the Company.

The Board of Directors of the Company further discussed the redesignation of Mr. Mohit Bansal as the Whole Time Director in its meeting dated 18th September 2025 for taking the approval of the members of the Company.

Mr. Mohit Bansal is a Chartered Accountant by Profession and with more than 15 years, he has rich experience and expertise in the field of Finance, Audit and Taxation. Considering his knowledge, experience and contribution towards the affairs of the Company, the Board is of the opinion that his appointment as Whole-time Director would be beneficial to the Company.

Pursuant to the provisions of Sections 161, 196, 203 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Articles of Association of the Company, approval of the Members is sought for the appointment of Mr. Mohit Bansal as Whole-time Director of the Company for a period of three years with effect from 7th April, 2025, at an annual remuneration of Rs. 38,50,000/- (Rupees Thirty Eight Lakhs Fifty Thousand Only).

The principal terms and conditions of appointment of Mr. Mohit Bansal are as under:

1. Designation: Whole-time Director
2. Period of Appointment: Three years with effect from 7th April, 2025
3. Remuneration: Rs. 38,50,000/- per annum
4. Duties and Responsibilities: As may be entrusted by the Board from time to time.

Mr. Mohit Bansal is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director of the Company.


Except Mr. Mohit Bansal and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 2 for approval of the Members.

Date: 18.09.2025

Place: Noida

By order of the Board
For Spice Connect Private Limited


(Prerna Jain)
Company Secretary
M. No. A36308



Regd. Office: JA - 122, DLF Tower-A, Jasola District Center, New Delhi-110025
CIN: U74999DL2012PTC229915
E-Mail: spiceconnect@spiceglobal.com

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ATTENDANCE SLIP

PLEASE FILL IN THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Registered Address	
Regd. Folio No.	
No. of Shares held	

I/We hereby record my/our presence at the fourteenth Annual General Meeting of the Company being held on Tuesday, the 30th day of September, 2025 at 02:00 P.M. at the registered office of the Company at JA-122, 1st Floor, DLF Tower A, Jasola District Centre, New Delhi-110025.

Signature of Member / Proxy

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**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U74999DL2012PTC229915
 Name of the Company : Spice Connect Private Limited
 Registered office : JA-122, 1st Floor, DLF Tower A, Jasola District Centre, New Delhi-110025
 Name of the member(s) :
 Registered address :
 E-mail Id :
 Folio No :

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 Fourteenth Annual General Meeting of the Company scheduled to be held on **Tuesday, the 30th day of September, 2025 at 02:00 P.M. at the registered office of the Company at JA-122, 1st Floor, DLF Tower A, Jasola District Centre, New Delhi-110025** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	For	Against
Ordinary Business			
1.	To receive, consider and adopt: a) the Audited Financial Statement of the Company for the financial year ended March 31, 2025 along with the Reports of the Board of Directors and the Auditors thereon b) To receive, consider and adopt the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025 along with the Report of the Auditors thereon.		
2.	To consider and approve appointment of Mr. Mohit Bansal (DIN: 07496766) be and is hereby appointed as an Director designated as Whole-time Director of the Company		

Signed thisday of2025

Signature of Member.....

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

Affix the
revenue
stamp of
Re. 1/-

Regd. Office: JA - 122, DLF Tower-A, Jasola District Center, New Delhi-110025

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Signature of Member.....

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

Note:

1. The Proxy Form in order to be effective should be duly completed, dated, signed, stamped and deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
2. Proxy Holder shall carry his identity Proof at the time of attending the Meeting.

SPICE CONNECT PRIVATE LIMITED

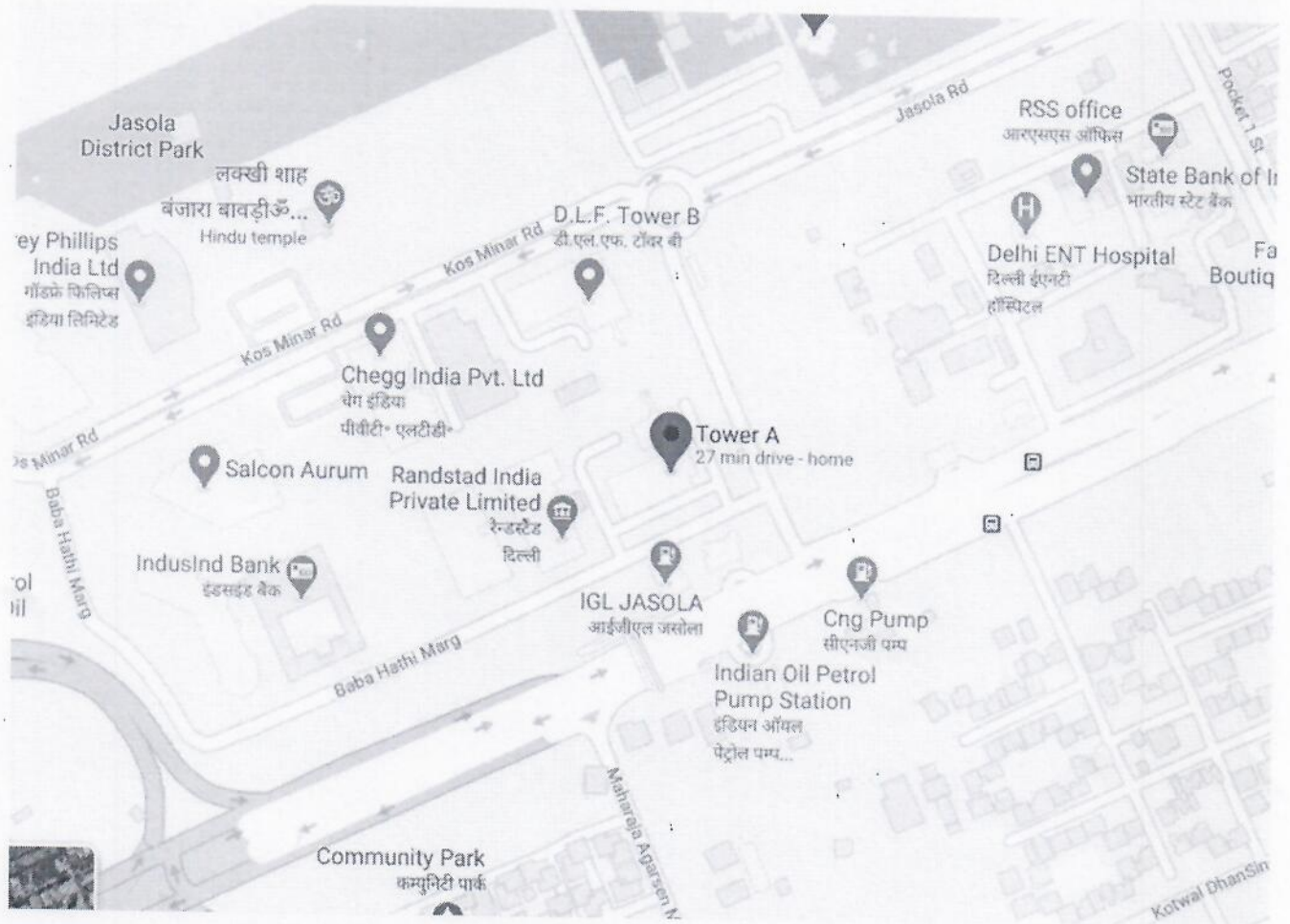
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ROUTE MAP OF THE VENUE



Regd. Office: JA - 122, DLF Tower-A, Jasola District Center, New Delhi-110025