



**NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS**

Notice is hereby given that the Extra-Ordinary General Meeting of the Members of Jointeca Education Solutions Limited will be held at the Registered Office of the Company at 53B, Geeta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, Uttar Pradesh India 281 004, on Saturday 11th February 2023 at 11.00 am. to transact the following business:

**SPECIAL BUSINESS:**

**APPOINTMENT OF STATUTORY AUDITORS TO FILL THE VACANCY:**

To consider and, 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 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s ARMS & Associates Chartered Accountants (FRN-013019N), Gurgaon be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of S.B. Gupta & Co., Chartered Accountants ( FRN-000992C), Mathura“.

**“RESOLVED FURTHER THAT** M/s ARMS & Associates Chartered Accountants (FRN-013019N), Gurgaon, be and are hereby appointed as Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2023 on such remuneration as may be fixed by the Board of Directors in consultation with them.”

**By Order of the Board**

**Place: Mathura  
Date: 18.01.2023**

**(Vishal Mishra)  
Managing Director**

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER.
2. The instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the meeting.
3. A person can act as proxy on behalf of Members not exceeding fifty in number and holding in aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. In case of a Member holding more than ten per cent of the total share capital of the Company carrying voting rights, such a Member may appoint a single person as proxy, who however shall not act as proxy for any other person or shareholder.
4. Members / Proxies should bring the Attendance Slip duly filled in and signed for attending the meeting. Corporate Members intending to send their authorized representatives are requested to send duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Shareholders seeking any information with regard to accounts are requested to write to the Company at least seven days in advance so as to enable the Company to keep the information ready.
7. Members are requested to send all communications concerning shares, change of address etc. to the Company's Registrar Beetal Financial and Computer Services Pvt. Ltd. quoting their Client ID and reference no. Members are also requested to send their email address to the company's Registrar.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
9. Members may also note that the Notice of the Extra Ordinary General Meeting will also be available on the Company's website [www.jointeca.com](http://www.jointeca.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mathura for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: info@jointeca.com.

**By Order of the Board**



**(Vishal Mishra)**

**Managing Director**

**DIN: 03363363**

**Place: Mathura**

**Date: 18.01.2023**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

S.B. Gupta & Co., Chartered Accountants (FRN-000992C), Mathura have tendered their resignation from the position of Statutory Auditors for the financial year 2022-23 due to their limits exceeds for appointment of Auditors as per the Companies Act, 2013, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended that M/s ARMS & Associates Chartered Accountants (FRN-013019N), Gurgaon be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. S.B. Gupta & Co., Chartered Accountants.

M/s ARMS & Associates Chartered Accountants (FRN-013019N) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**By Order of the Board**



**Place: Mathura**

**Date: 18.01.2023**

**(Vishal Mishra)**  
**Managing Director**  
**DIN: 03363363**

## Route map to reach at the Venue of EOGM



**Attendance Slip**

(To be handed over at the entrance of the Meeting Hall)

Folio No. / DP ID & Client ID: \_\_\_\_\_

No. of Shares held: \_\_\_\_\_

I certify that I am a registered Share holder / Proxy for the registered Share holder of the Jointeca Education Solutions Limited, I hereby record my presence at the Extra Ordinary General Meeting of the Company being held at 53B, Geeta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, Uttar Pradesh India 281 004, on Saturday 11th February 2023 at 11.00 am

I Member's /Proxy's name in Block Letters

I Member's /Proxy's Signature

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]

CIN: L72300UP2011PLC044942

Name of the company: JOINTECA EDUCATION SOLUTIONS LIMITED

Registered office: 53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, U.P. - 281004

Name of

Shareholder: \_\_\_\_\_

Registered address: \_\_\_\_\_

Email ID: \_\_\_\_\_

Folio/No./DPID & Client ID \_\_\_\_\_

I/We, being the member(s) of ..... shares of the above named company, hereby appoint

1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_

and whose and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on at 53B, Geeta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, Uttar Pradesh India 281 004, on Saturday 11th February 2023 at 11.00 am and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Description	For	Against
	Special Business:		
1.	APPOINTMENT OF STATUTORY AUDITORS TO FILL THE VACANCY:		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature

Signature of shareholder: \_\_\_\_\_

Signature of proxy holder(s): \_\_\_\_\_

Affix ` 1/-  
Revenue  
Stamp

Notes:

- 1) This form of proxy in order to be effective should be duly stamped, competed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
- 2) The proxy form should be signed across the Revenue Stamp as per signature(s) registered with the Company/Depository participant.
- 3) A Proxy need not be a member.