



"Nurture Dreams Transform Lives"

M POWER
MICRO FINANCE PVT. LTD.

NOTICE OF NINTH ANNUAL GENERAL MEETING

Notice is hereby given that the Ninth Annual General Meeting of the Members of M Power Micro Finance Private Limited will be held on Tuesday, the 14th August, 2018 at 10:30 a.m. at the Registered Office of the Company situated at B-212, Arjun Centre, Plot No. 231, Govandi Station Road, Govandi, Mumbai – 400 088 to transact the following business:

Ordinary Business:

Item No. 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018, together with the Reports of the Board and the Auditors thereon;

Item No. 2. Declaration of Dividend to the Preference Shareholders;

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

“RESOLVED THAT final dividend of coupon rate of 12% per annum on 5,00,000/- Preference shares as recommended by the Board of Directors of the Company for the year ended 31st March, 2018 be and is hereby declared and shall be paid to the members whose name appear in the register of members as on date of the meeting.”

Item No. 3. Ratification of appointment of Statutory Auditors

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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and the resolution passed by the Shareholders at the 6th Annual General Meeting held on 6th June, 2015, the Company hereby ratifies the appointment of M/s. G. M Kapadia & Co, Chartered Accountants, Mumbai (Firm Registration No. 104767W) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors, plus out of pocket expenses.”

Date: 10.05.2018

Place: Mumbai

For and on behalf of the Board of Directors,

K. M. Vishwanathan

Managing Director & CEO

DIN: 02778043





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NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the proxy in order to be valid should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as proxy on behalf of Members not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. *A blank Proxy Form is attached herewith.*

- 2) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

- 3) Members are requested to:

- (a) Bring their copy of the Annual Report and Attendance Slip with them at the Annual General Meeting. *A blank Attendance Slip is annexed herewith.*
- (b) Quote their Regd. Folio Number in all their correspondence with the Company.

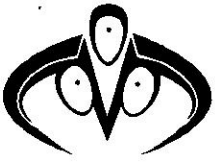
In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

- 4) Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays and holidays, during business hours up to the date of the Meeting and during the continuance of the meeting at its venue.
- 5) Members desirous of obtaining any information in respect of financial statements of the Company are requested to send their queries in writing to the company at its Registered Office so as to reach at least seven days before the date of the meeting.
- 6) Pursuant to SEBI circular, it is mandatory to quote PAN for transfer/transmission of shares in physical form. Therefore, the transferee(s)/ legal heirs are required to furnish a copy of their PAN to Company.
- 7) A route map for the easy location of the venue of meeting is annexed with the Notice.
- 8) Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 as well as the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be kept open for inspection at the venue during the continuance of the meeting.



Registered Office : B/212, Arjun Center, Plot No. 231, Govandi Station Road, Govandi, Mumbai - 400088, Maharashtra.

Regional Office : 3 rd Floor, Amin Chamber, 85 - B, Sampatrao Colony, Alkapuri, Vadodara - 390007, Gujarat, India



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Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail addresses with the Company.





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CIN : U65999MH2009PTC197149

Regd. Office: B-212, Arjun Centre, Plot No. 231, Govandi Station Road, Govandi, Mumbai, Maharashtra 400 088

Corporate office: 3rd Floor, Amin Chambers, 85 B Sampatroa Colony, Alkapuri, Vadodara 390 007

Phone: 0265313141/42 **Website:** www.mpowermicro.com, **Email:** contact@mpowermicro.com

ATTENDANCE SLIP

I hereby record my presence at the 9th Annual General Meeting of the M Power Micro Finance Private Limited held on Tuesday, 14th August, 2018 at 10:30 a.m. at its Registered Office at B-212, Arjun Centre, Plot no. 231, Govandi Station Road, Govandi, Mumbai – 400 088.

Folio No. _____

No. of Shares held _____

Full name of the Member/Authorised
Representative (IN BLOCK LETTERS) _____

Full name of Proxy (IN BLOCK LETTERS) _____

**Member's/Proxy's/Authorised
Representative's Signature** _____

Note: Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the Meeting Hall.





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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]

Name of the members	
Registered Address	
Email ID	
Folio No. / Client ID	

I/We being a member / members of _____ shares of the above named company, hereby appoint

- 1).....of.....having email idor failing him/her
- 2).....of.....having email id or failing him/her
- 3).....of.....having email id

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the company, to be held on Tuesday, 14th August, 2018 at 10:30 a.m.at its Registered Office at B-212, Arjun Centre, Plot No. 231, Govandi Station Road, Govandi, Mumbai, Maharashtra 400 088 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolution(s)	For	Against
1	Adoption of Financial Statements for the year ended 31.03.2018		
2	To Declare Dividend for the year ended on 31.03.2018		
3	To ratify the reappointment of Statutory Auditors for the FY 2018-19		

Signed day of 2018

Affix Re.1
Revenue
Stamp

Signature of shareholder

Signature of shareholder

Signature of shareholder

Signature of 1st proxy holder

Signature of 2nd proxy holder

Signature of 3rd proxy holder

Note:

1. The proxy form 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. A person can act as a Proxy on behalf of not exceeding 50 Members and holding, in the aggregate, not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a Proxy and such person shall not act as a Proxy for any other Member.

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Regional Office : 3rd Floor, Amin Chamber, 85 - B, Sampatrao Colony, Alkapuri, Vadodara - 390007, Gujarat, India

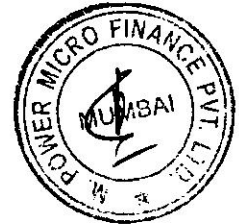
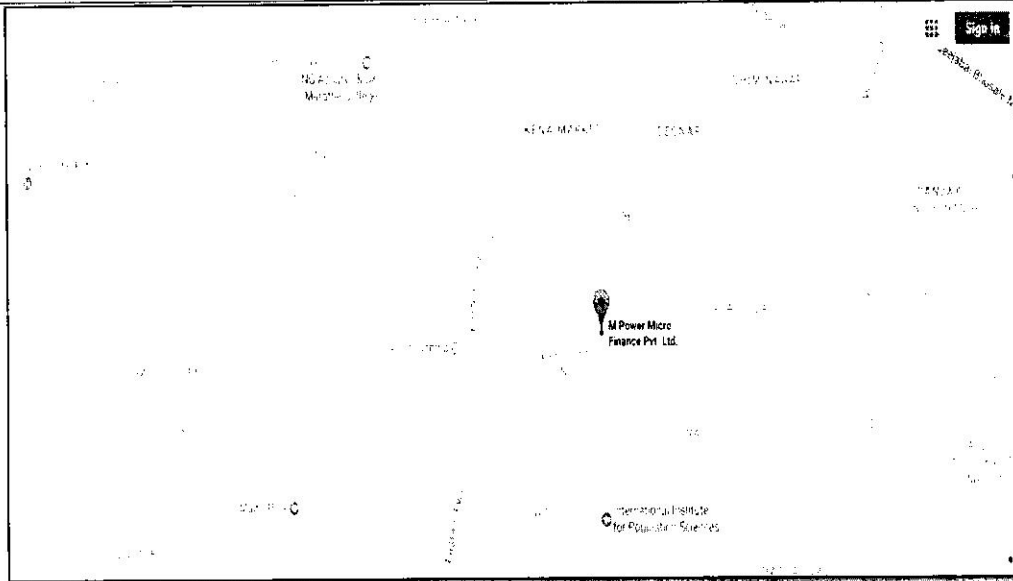


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ROUTE MAP



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