

SKYWAYS AIR SERVICES PRIVATE LIMITED

Regd. Office: RZ 128-129A, MAHIPALPUR EXTENSION NH-8 NEW DELHI 110037
CIN No.: U74899DL1984PTC019666 EMAILID: himanshu.chhabra@skyways-group.com
Ph. No-011 45150500

NOTICE OF 39TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th Annual General meeting of the members of the Company will be held on Saturday, 30 September 2023 at 04:00 P.M. at the Registered Office of the Company at RZ 128-129A, Mahipalpur Extension NH-8 New Delhi 110037 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt (a) the audited financial statements of the Company for the financial year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the respective Statements of Profit & Loss and Cash flow for the year ended as on that date and accompanying Notes thereto, along with the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon and if deemed fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolutions:

(a) "RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the respective Statements of Profit & Loss and Cash flow for the year ended as on that date and accompanying Notes thereto, along with the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

(b) "RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. Appointment of M/s. BHAGI BHARDWAJ GAUR & CO. (firm reg no. 007895N), Chartered Accountants as the Statutory Auditors of the Company for Five Year, till the Financial Year ending 31.03.2028.

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

"RESOLVED THAT pursuant to provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) as recommended by the Board of Directors of the Company, M/S BHAGI BHARDWAJ GAUR & CO. (firm Reg no. 007895N), Chartered Accountants, be and is hereby appointed as the statutory auditors of the Company for a period of five years from the conclusion of this Annual General Meeting till the conclusion of the Sixth Annual



General Meeting in respect of financial year ending 31-03-2028 at such remuneration as may be approved by the Board of Directors of the company".

RESOLVED FURTHER THAT any of the Director is be and hereby authorised to file the necessary documents/ forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected with or incidental thereto."

SPECIAL BUSINESS:

3. TO APPROVE THE APPOINTMENT OF MR. RAJIV GUL HARIRAMANI (DIN-09815311) AS WHOLE TIME DIRECTOR OF THE COMPANY- ORDINARY RESOLUTION

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and other applicable provisions, if any. of the Companies Act, 2013 read with Schedule V of the said act and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), the consent of members be and is hereby approved the appointment of Mr Rajiv Gul Hariramani (DIN-09815311) as Whole time Director of the Company for a period of 5 years with effect from 25.08.2023 on terms and conditions including remuneration as mentioned in the letter of appointment, duly initialed copy of which is placed before the meeting.

RESOLVED FURTHER THAT Mr. Rajiv Gul Hariramani (DIN-09815311) in the capacity of Whole time Director will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the Company, from time to time;


RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to sign the letter of appointment and such other document, as may be required, file necessary documents/forms with the registrar of companies and to de all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto".

**By the Board of Directors
FOR SKYWAYS AIR SERVICES PRIVATE LIMITED**


YASH PAL SHARMA
Managing Director / Chairperson
DIN: 00520359



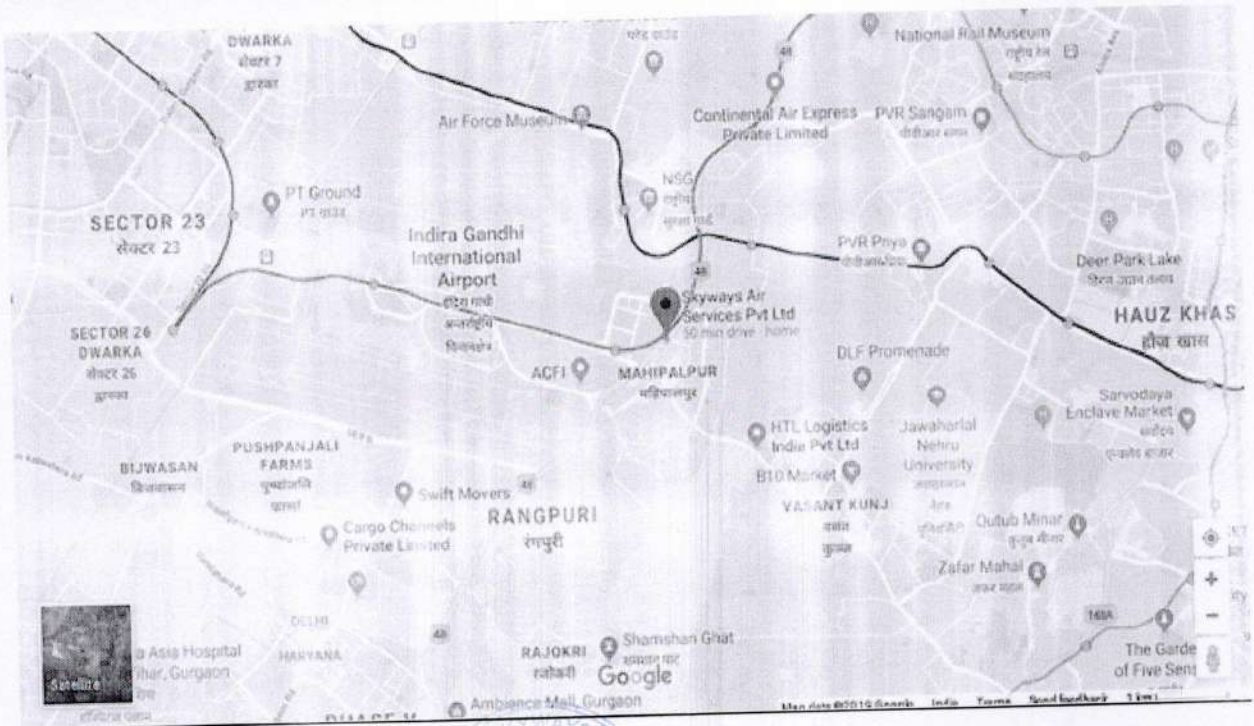
**Date- 27/09/2023
Place-New Delhi**



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 EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE AFORESAID MEETING. PROXY FORM IS ATTACHED HERewith.
2. The Members are requested to intimate to the company about the changes in their address immediately.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution to the Company, authorizing them to attend and vote on their behalf at the AGM.
4. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
5. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.
6. The Member of the company have given their consent, as required under section 101(1) of the Companies Act, 2013, to convene the Annual General Meeting at shorter notice.

Route Map to AGM Venue



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

3. TO APPROVE THE APPOINTMENT OF MR. RAJIV GUL HARIRAMANI (DIN-09815311) AS WHOLE TIME DIRECTOR OF THE COMPANY

The Board of Directors of the Company has Appointed Mr. Rajiv Gul Hariramani (DIN: 09815311) as Whole Time Director of the Company in the board meeting held on 25.08.2023 subject to the approval of shareholder for a period of 5 years.

The Board recommends the Ordinary Resolution set out at Item No. [3] of the Notice for approval by the shareholders.

None of the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution.



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

SKYWAYS AIR SERVICES PVT LTD
Regd. Off.: RZ 128-129A, MAHIPALPUR EXTENSION NH-8, NEW DELHI, Delhi, India, 110037
CIN: U74899DL1984PTC019666, E-mail: himanshu.chhabra@skyways-group.com

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

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

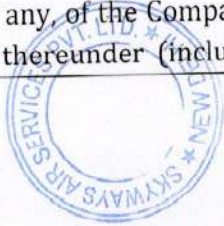
Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	
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 39th Annual General Meeting of the company, will be held on **Saturday, 30th September 2023 at 04:00 p.m.** at the Registered Office of the Company at **RZ 128-129A, MAHIPALPUR EXTENSION NH-8, NEW DELHI, Delhi, India, 110037**



	Optional	
	FOR	AGAINST
ORDINARY BUSINESS		
<p>1- To receive, consider and adopt (a) the audited financial statements of the Company for the financial year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the respective Statements of Profit & Loss and Cash flow for the year ended as on that date and accompanying Notes thereto, along with the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon and if deemed fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolutions:</p> <p>(a) "RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the respective Statements of Profit & Loss and Cash flow for the year ended as on that date and accompanying Notes thereto, along with the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."</p> <p>(b) "RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."</p> <p>2. Appointment of M/s. BHAGI BHARDWAJ GAUR & CO. (firm reg no. 007895N), Chartered Accountants as the Statutory Auditors of the Company for Five Year, till the Financial Year ending 31.03.2028.</p> <p>To consider and if thought fit to pass with or without modification(s), the following resolution as Ordinary Resolution:</p> <p>"RESOLVED THAT pursuant to provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including</p>		



any statutory modification(s) or re-enactments thereof for the time being in force) as recommended by the Board of Directors of the Company, **M/S BHAGI BHARDWAJ GAUR & CO. (firm Reg no. 007895N), Chartered Accountants**, be and is hereby appointed as the statutory auditors of the Company for a period of five years from the conclusion of this Annual General Meeting till the conclusion of the Sixth Annual General Meeting in respect of financial year ending 31-03-2028 at such remuneration as may be approved by the Board of Directors of the company".

RESOLVED FURTHER THAT any of the Director is be and hereby authorised to file the necessary documents/ forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected with or incidental thereto."

SPECIAL BUSINESS:

3. TO APPROVE THE APPOINTMENT OF MR. RAJIV GUL HARIRAMANI (DIN-09815311) AS WHOLETIME DIRECTOR OF THE COMPANY- ORDINARY RESOLUTION

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and other applicable provisions, if any. of the Companies Act, 2013 read with Schedule V of the said act and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), the consent members be and is hereby approved the appointment of Mr Rajiv Gul Hariramani (DIN-09815311) as Whole time Director of the Company for a period of 5 years with effect from 25.08.2023 on terms and conditions including remuneration as mentioned in the letter of appointment, duly initialed copy of which is placed before the meeting.

RESOLVED FURTHER THAT Mr. Rajiv Gul Hariramani (DIN-09815311) in the capacity of Whole time Director will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the



Company, from time to time; RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to sign the letter of appointment and such other document, as may be required, file necessary documents/forms with the registrar of companies and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto".		
--	--	--

Date: ____ day of 2023

Signature of Shareholder

Affix Revenue
Stamp

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 commencement of the Meeting.

2. A Proxy need not be a member of the company.

3. If a company receives multiple Proxies for the same holdings of a Member, the Proxy which is dated last shall be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies shall be treated as invalid.

4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



ATTENDANCE SLIP OF 39TH ANNUAL GENERAL MEETING

SKYWAYS AIR SERVICES PVT LTD

Regd. Off.: RZ 128-129A, MAHIPALPUR EXTENSION NH-8, NEW DELHI, India, 110037
CIN: U74899DL1984PTC019666, E-mail: himanshu.chhabra@skyways-group.com

ATTENDANCE SLIP

39TH Annual General Meeting, Saturday, 30th September 2023 at 04:00 p.m.

Regd. Folio No.____/DP ID____Client ID/Ben. A/C____No. of shares held____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 39TH Annual General Meeting of the Company held on Saturday, 30th September 2023 at 04:00 p.m. at **RZ 128-129A, MAHIPALPUR EXTENSION NH-8, NEW DELHI, India, 110037**

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

