

# A.TREDS LIMITED

**NOTICE** is hereby given that the Fifth Annual General Meeting of the Members of A. TREDS Limited will be held on **Monday, 24<sup>th</sup> May, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**, at a shorter notice deemed to be held at Axis House, 8<sup>th</sup> Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai 400 025 at **12.30 P.M.** to transact the following businesses:

## **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2021 and the Reports of the Directors and the Auditors thereon; and
2. To appoint a director in place of Shri Vinaya Varma (DIN 07527550), who retires by rotation and being eligible, has offered himself for re-appointment.
3. To appoint a director in place of Shri Himadri Chatterjee (DIN 07455079), who retires by rotation and being eligible, has offered himself for re-appointment.

## **SPECIAL BUSINESS:**

4. To consider and pass with or without modification(s), the following Resolution, as a **Special Resolution**:

### APPROVAL OF REMUNERATION OF MANAGING DIRECTOR AND CEO FOR FY 2021-22

**"RESOLVED THAT** pursuant to the provisions of Sections 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including rules, notifications, any statutory modification, amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) and Nomination and Remuneration Policy of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board and subject to such other approvals, permissions and sanctions of such other authorities and/or agencies or Central Government, if any, as may be required in this regard and subject to the provisions of the Articles of Association of the Company, the remuneration payable to Shri Prakash Sankaran (DIN: 08581871), Managing Director & CEO of the Company for FY 2021-22 as follows be and is hereby approved:

Particulars of Remuneration	Shri. Prakash Sankaran, MD & CEO
Current Fixed Remuneration-FY 2020 – 21	₹ 1,03,30,300
Current Target Variable Pay-FY 2020 – 21	₹ 15,49,545

**Corporate Office:** 11<sup>th</sup> Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: [www.invoicemart.com](http://www.invoicemart.com)

**Registered Office:** Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025  
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

# A.TREDS LIMITED

Current Total Pay-FY2020 – 21	₹ 1,18,79,845
Revised Fixed Remuneration -FY 2021 – 22	₹ 1,08,46,815
Revised Target Variable Pay-FY 2021-22	₹ 18,64,615
Revised Total Pay-FY 2021-22	₹ 1,27,11,430

**RESOLVED FURTHER THAT** subject to the approvals of the concerned authorities as necessary and applicable, the terms and conditions of the aforesaid remuneration payable to the said Managing Director & CEO be varied/alterred/revised in such manner as may be deemed fit from time to time.

**RESOLVED FURTHER THAT** where in any financial year during the tenure of the said Managing Director & CEO, the Company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.

**RESOLVED FURTHER THAT** any of the Directors or the Company Secretary of the Company, be and are hereby severally authorized to execute all such agreements, documents, instruments and writings as deemed necessary, with the power to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as it may consider necessary and desirable and to delegate all or any of its powers herein conferred to any Officer(s) of the Company, to give effect to this resolution."

By Order of the Board  
For A.TREDS Limited,

*Meenakshi Agarwal*  
Meenakshi Agarwal  
Company Secretary



Place: Mumbai  
Date: 05.05.2021

**Corporate Office:** 11<sup>th</sup> Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: [www.invoicemart.com](http://www.invoicemart.com)

**Registered Office:** Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025  
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

# A.TREDS LIMITED

## Notes:

1. In view of the ongoing covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 13<sup>th</sup> January, 2021 ("Circulars") has permitted holding of Annual General Meeting ("AGM") through VC / OAVM. Accordingly, in compliance with the requirements of Companies Act, 2013 and the Circulars, the AGM is being held through VC / OAVM.
2. Pursuant to the provisions of the Circulars, since the AGM is being held through VC / OAVM, physical attendance of members has been dispensed away with. Hence, facility for appointment of proxy is not available for this meeting. Accordingly, attendance slip and proxy form do not form a part of this Notice.
3. Members attending the AGM through VC / OAVM shall be considered for the purpose of quorum as per Section 103 of the Companies Act, 2013.
4. Pursuant to the aforesaid circulars, Annual Report for FY 2020-21 alongwith the Notice is being sent to the Members only through electronic mode. Annual Report for FY 2020-21 and the Notice will also be available on the Company's website – [www.invoicemart.com](http://www.invoicemart.com)
5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Registered Office of the Company a certified copy of the latest Board Resolution authorizing their representative to attend and vote at the Meeting on their behalf.
6. Since the meeting is held through VC / OAVM, route map for the venue of the Meeting is not attached herewith.
7. The relevant statement pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of item No. 4 of this Notice is annexed herewith.
8. The Members will receive an invite email with a link for Microsoft Teams at their registered email IDs. On clicking the link, the Members can join the AGM. Members seeking any information relating to joining the meeting may contact the Company Secretary at [meenakshi.agarwal@invoicemart.com](mailto:meenakshi.agarwal@invoicemart.com)
9. Members who wish to seek any information with regard to the accounts or any other matter with respect to the matters to be placed at the AGM may write to the Company Secretary at [meenakshi.agarwal@invoicemart.com](mailto:meenakshi.agarwal@invoicemart.com).

Place: Mumbai



By Order of the Board  
For A.TREDS Limited

*Meenakshi Agarwal*  
Meenakshi Agarwal

**Corporate Office:** 11<sup>th</sup> Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: [www.invoicemart.com](http://www.invoicemart.com)

**Registered Office:** Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025  
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



# A.TREDS LIMITED

## ANNEXURE TO NOTICE - STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 4

Pursuant to the provisions of Sections 196 and 197 of the Companies Act, 2013 and Section II of Part II of Schedule V, where in any financial year during the currency of tenure of a managerial person, a company has no profits or its profits are inadequate, it may, without Central Government approval, pay remuneration to the managerial personnel not exceeding Rs. 84 lakh where the effective capital Rs. 5 crore and above but less than Rs. 100 crore, provided further that the remuneration in excess of the above limits may be paid if a special resolution is passed in the General Meeting.

The Nomination and Remuneration Committee and the Board of Directors at their meetings held on 14th April, 2021 have approved a revised total remuneration of ₹ 1,27,11,430/- (fixed plus target variable) for the financial year 2021-22.

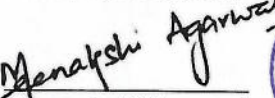
In view of the aforesaid provisions of the Companies Act, 2013, it is proposed to obtain approval from the shareholders by passing a special resolution for payment of remuneration to Shri Prakash Sankaran in excess of the limits specified under Schedule V.

The Board recommends passing of the resolution as set out in Item No. 4 of this Notice.

Shri Prakash Sankaran is not related to any other Director of the Company.

Except for Shri Prakash Sankaran and his relatives, none of the other Directors or the Key Managerial Personnel of the Company and their relatives are in any way financially or otherwise concerned or interested in the passing of this Special Resolution.

By Order of the Board  
For A.TREDS Limited

  
Meenakshi Agarwal  
Company Secretary



Place: Mumbai  
Date: 05.05.2021

**A. TREDS LIMITED** [CIN: U74999MH2016PLC281452]  
Registered Office:  
Axis House, C-2,  
Wadia International Centre, Pandurang Budhkar Marg,  
Worli, Mumbai – 400025  
Phone No. : 022 - 24252525

**Corporate Office:** 11<sup>th</sup> Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: [www.invoicemart.com](http://www.invoicemart.com)

**Registered Office:** Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025  
Telephone No.022-24252525, CIN-U74999MH2016PLC281452